

**FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**FILED**  
**May 28 1998 8:00am**  
**Secretary of State**

<b>PROFIT CORPORATION</b> <b>ANNUAL REPORT</b> <b>1998</b>	FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT #**  
 1. Corporation Name *P28027*  
 AT&T COMMERCIAL FINANCE CORPORATION

Principal Place of Business 44 WHIPPANY ROAD MORRISTOWN NJ 07962-1983	Mailing Address 44 WHIPPANY ROAD MORRISTOWN NJ 07962-1983
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 02/07/90	4. FEI Number 22-3014356	Applied For <input type="checkbox"/> Not Applicable
2. Principal Place of Business 21	2a. Mailing Address 26	6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees
City & State 23	City & State 28	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No
Zip 24	Country 25	
Zip 29	Country 30	

**9. Name and Address of Current Registered Agent**

CT CORPORATION SYSTEM  
 1200 SOUTH PINE ISLAND ROAD  
 PLANTATION, FLORIDA 33324

**10. Name and Address of New Registered Agent**

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

**SIGNATURE**  
 Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

**12. OFFICERS AND DIRECTORS**

TITLE	<input type="checkbox"/> DELETE
NAME	SEE ATTACHED SCHEDULE
STREET ADDRESS	
CITY - ST - ZIP	

**13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12**

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	SEE ATTACHED SCHEDULE
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

**SIGNATURE:** *[Signature]* (973) 397-3000  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/97)

**AT & T COMMERCIAL FINANCE CORPORATION**  
**LIST OF OFFICERS**  
**FEIN: 22-9014356**

<b>NAME &amp; TITLE</b>	<b>SOC. SEC. #</b>	<b>BUSINESS ADDRESS</b>	<b>RESIDENCE ADDRESS</b>
<b>DAVID F. BANKS</b> <i>Chairman and Chief Executive Officer</i>	263-66-2947	44 Whippany Road Morristown, NJ 07962	17 Pilgrim Court Convent Station, NJ 07960
<b>MANI A. BADEGHI</b> <i>Vice Chairman</i>	555-53-6951	44 Whippany Road Morristown, NJ 07962	35 Manor Drive Morris Township, NJ 07960
<b>EDWARD W. ANDREWS, JR.</b> <i>President and Chief Operating Officer</i>	155-36-2065	44 Whippany Road Morristown, NJ 07962	6 Hidden Glenn Road Stillman, NJ 08558
<b>JOHN J. CANNINO</b> <i>President and Chief Operating Officer</i>	044-32-4480	44 Whippany Road Morristown, NJ 07962	35 Holy Lane Darien, CT 06820
<b>JAMES S. TENNER</b> <i>President and Chief Operating Officer</i>	116-42-1217	550 Cochituate Road Framingham, MA 01701	169 Partridge Lane Concord, MA 01742
<b>ROBERT J. INGATO</b> <i>Secretary</i>	156-54-4928	44 Whippany Road Morristown, NJ 07962	11 Sweetwood Drive Randolph, NJ 07869
<b>GLENN A. VOTEK</b> <i>Treasurer</i>	136-52-5671	44 Whippany Road Morristown, NJ 07962	7 Mountain Place Lebanon, NJ 08833-4107
<b>MARK P. BROWER</b> <i>Assistant Vice President - Tax Operations</i>	153-42-2206	44 Whippany Road Morristown, NJ 07962	19 Larissa Lane Thornwood, NY 10594
<b>RAMON OLIU, JR.</b> <i>Controller</i>	140-52-5818	44 Whippany Road Morristown, NJ 07962	444 County Road Milford, N.J. 08848
<b>MICHAEL A. GAINES</b> <i>Assistant Vice President - Income Taxes</i>	138-56-9625	44 Whippany Road Morristown, NJ 07962	30 McBride Way Bridgewater, NJ 08807
<b>LOU DEVICO</b> <i>Senior Manager State &amp; Local Taxes</i>	084-42-2467	44 Whippany Road Morristown, NJ 07962	56 Bechstein Drive Aberdeen, NJ 07747
<b>ELIZABETH A. KETTENSTOCK</b> <i>Assistant Treasurer</i>	098-56-7126	44 Whippany Road Morristown, NJ 07962	331 Potomac Drive Basking Ridge, NJ 07920
<b>SUSAN D. BOWMAN</b> <i>Assistant Secretary</i>	208-44-8442	44 Whippany Road Morristown, NJ 07962	21 Cobb Road Mountain Lakes, NJ 07046
<b>WILLIAM C. CAREY</b> <i>Assistant Secretary</i>	139-58-0086	44 Whippany Road Morristown, NJ 07962	29 Oakley Avenue Summit, NJ 07901
<b>FRANCIS X. CHAFFIOTTE</b> <i>Assistant Secretary</i>	155-50-2186	44 Whippany Road Morristown, NJ 07962	307 Classon Court Somerset, NJ 08873
<b>JOHN C. CHOBOT</b> <i>Assistant Secretary</i>	109-38-6806	44 Whippany Road Morristown, NJ 07962	23 Laurel Hill Drive Randolph, NJ 07869
<b>GLEN J. DUMONT</b> <i>Assistant Secretary</i>	148-56-8308	44 Whippany Road Morristown, NJ 07962	650 Boulevard Westfield, NJ 07046
<b>BRENDAN BOCLESTON</b> <i>Assistant Secretary</i>	099-58-4656	2 Gatehall Drive Parsippany, NJ 07054	4 Countryside Court Manalapan, NJ 07726
<b>LOUIS B. FONTANA, JR.</b> <i>Assistant Secretary</i>	483-58-4906	44 Whippany Road Morristown, NJ 07962	3 Wakefield Drive Hackettstown, NJ 07840
<b>MADEYLN C. LAW</b> <i>Assistant Secretary</i>	383-42-4766	44 Whippany Road Morristown, NJ 07962	11 Broadway Terrace Chatham, NJ 07928
<b>ERIC MANDELBAUM</b> <i>Assistant Secretary</i>	139-56-5475	44 Whippany Road Morristown, NJ 07962	469 Northan Drive North Brunswick, NJ 08902
<b>BARBARA A. MESEROLE</b> <i>Assistant Secretary</i>	078-52-1736	44 Whippany Road Morristown, NJ 07962	16 Fairview Drive East Baskingridge, NJ 07920
<b>JOHN P. SIRICO II</b> <i>Assistant Secretary</i>	133-40-0916	44 Whippany Road Morristown, NJ 07962	71 Cardinal Street Pearl River, NY 10965

**AT & T COMMERCIAL FINANCE CORPORATION**  
**LIST OF DIRECTORS**  
**FBI#: 22-3014356**

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