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

FILED May 17, 1999 8:00 am Secretary of State

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PROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Katherine Harris 05-17-1999 90027 018 ***150.00 ANNUAL REPORT Secretary of State 1999 DIVISION OF CORPORATIONS DOCUMENT # P28236 1. Corporation Name I INDIEL WILLS BUILD HID STORY 5 5 3 4 5 553451 - 90027 - 18 AT&T Credit Consumer Finance Corporation Mailing Address Principal Place of Business 2 Gatehall Drive 2 Gatehall Drive Parsippany, NJ 07054 Parsippany, NJ 07054 DO NOT WRITE IN THIS SPACE 3. Date incorporated or Qualified 02/23/1990 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 21 2 Gatehall Drive 2 Gatehall Drive 22~3014155 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired 22 Fee Required City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 Parsippany, NJ 28 Parsippany, NJTrust Fund Contribution Added to Fees Country 8. This corporation owes the current year Intangible Personal Country 24 07054 29 07054 30 USA 25 USA Property Tax. Yes X No 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent Street Address (P.O. Box Number is Not Acceptable) CT Corporation Systems 1200 South Pine Island Road Plantation, FL 33324 84 City 85 Zip Code 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 ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE Please See Attached ldelete 1.1 TITLE Please See Attached Change NAME 1.2 NAME STREET ADDRESS 1.3 STREET ADDRESS CITY - ST - ZIP 1.4 CITY - ST - ZIP TITLE DELETE 21 TITLE Change Addition NAME 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS CITY - ST - ZIP 2.4 CITY - ST - ZIP TITLE DELETE 31 DIE Change Addition NAME 3.2 NAME STREET ADDRESS 3.3 STREET ADDRESS CITY - ST - ZIP 3.4 CITY - ST - ZIP Change TITLE DELETE 4.1 TITLE Addition NAME 4.2 NAME STREET ADDRESS 4.3 STREET ADDRESS CITY - ST - ZIP 4.4 CITY - ST - ZIP TITLE DELETE 5.1 TITLE Change Addition NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY - ST - ZIP 5.4 CITY - ST - ZIP TITLE DELETE 6.1 TITLE Change Addition NAME 62 NAME STREET ADDRESS 6.3 STREET ADDRESS CITY - ST - ZIP 6.4 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 3 if changed of an all attachment with an address, with all other like empowered.

SIGNATURE: Sour Velico	4/29/89	973-406-3502
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR	Date	Daytime Phone #

553451-90027-18 P28236

AT&T Credit Consumer Finance Corporation FEIN: 22-3014155

DIRECTORS	TITLE	#SS#	BUSINESS ADDRESS
David F. Banks	Director	263-66-2947	263-66-2947 2 Gatehall Drive Parsippany, NJ 07054
Daniel A. Jauemig	Director	472-938-562	472-938-562 2 Gatehall Drive Parsippany, NJ 07054
Bradley D. Nullmeyer	Director	462-73-1076	462-73-1076 2 Gatehall Drive Parsippany, NJ 07054
OFFICERS			
Steven K. Hudson	CEO	456-32-0456	456-32-0456 2 Gatehall Drive Parsippany, NJ 07054
Bradley D. Nullmeyer	President	462-73-1076	462-73-1076 2 Gatehall Drive Parsippany, NJ 07054
Robert J. Ingato	Executive Vice President	156-54-4928	156-54-4928 2 Gatehall Drive Parsippany, NJ 07054
Daniel A. Jauernig	Ex. VP and CFO	472-938-562	472-938-562 2 Gatehall Drive Parsippany, NJ 07054
Sara R. McAuley	Ex VP - Corp Resource Officer	322-542482	322-542482 2 Gatehall Drive Parsippany, NJ 07054
Glenn A. Votek	Ex VP and Treasurer	136-52-5671	136-52-5671 2 Gatehall Drive Parsippany, NJ 07054
John G. Jakolev	Sr VP - Tax	434-62-5950	434-62-5950 2 Gatehall Drive Parsippany, NJ 07054
Scott J. Moore	Sr. VP - Legal, Gen Cousel, and Sec.	160-56-2515	160-56-2515 2 Gatehall Drive Parsippany, NJ 07054
Douglas P. Trump	Asst. Secretary	195-36-5669	195-36-5669 2 Gatehall Drive Parsippany, NJ 07054
John C. Chobot	Asst. Secretary	109-38-6806	109-38-6806 2 Gatehall Drive Parsippany, NJ 07054
John P. Stevenson	Asst. Secretary	426-09-5049	426-09-5049 2 Gatehall Drive Parsippany, NJ 07054
Mark P. Brower	AVP - Tax	153-42-2206	153-42-2206 2 Gatehall Drive Parsippany, NJ 07054
Louis J. Devico	Director of State and Local Tax	084-42-2467	084-42-2467 2 Gatehall Drive Parsippany, NJ 07054