

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Murtham
Secretary of State
DIVISION OF CORPORATIONS

FILED
May 01 1996 8:00 am
Secretary of State

DOCUMENT # P33025 (8)

1. Corporation Name

EMPIRE OF AMERICA REALTY CREDIT CORP.



Principal Place of Business Mailing Address
100 SENECA ST. BUFFALO NY 14203-2933

3. Date Incorporated or Qualified 03/05/1991	3a. Date of Last Report 05/01/1995
4. FEI Number 13-3608665	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt #, etc.	26 Suite, Apt #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29 30

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
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 _____ DATE _____
Signature of Registered Agent (Print Name) _____ Date of Registered Agent Signature (Print Name) _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO	1. TITLE	PLEASE SEE ATTACHED LISTS FOR COMPLETE OFFICERS AND DIRECTORS
NAME	BROWN, DANIEL D.	12. NAME	
STREET ADDRESS	100 SENECA STREET	13. STREET ADDRESS	
CITY - ST - ZIP	BUFFALO, NY.	14. CITY - ST - ZIP	
TITLE	D	2. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DUNCAN, KENNETH M	22. NAME	
STREET ADDRESS	6000 CLEARWATER DR	23. STREET ADDRESS	
CITY - ST - ZIP	MINNETONKA MN	24. CITY - ST - ZIP	
TITLE	SVP	3. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DISKIN, DAVID W.	32. NAME	
STREET ADDRESS	100 SENECA STREET	33. STREET ADDRESS	
CITY - ST - ZIP	BUFFALO, NY.	34. CITY - ST - ZIP	
TITLE	D	4. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEU, JEFFERY D	42. NAME	
STREET ADDRESS	6000 CLEARWATER DR	43. STREET ADDRESS	
CITY - ST - ZIP	MINNETONKA MN	44. CITY - ST - ZIP	
TITLE	D	5. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DIXON, KENT	52. NAME	
STREET ADDRESS	200 WHITFIELD	53. STREET ADDRESS	
CITY - ST - ZIP	GUILFORD, CONNECTICUT	54. CITY - ST - ZIP	
TITLE	D	6. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WELSH, III., JOHN E.	62. NAME	
STREET ADDRESS	110 EAST 59TH STREET, SUITE 36	63. STREET ADDRESS	
CITY - ST - ZIP	NEW YORK NY	64. CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: *David W. Diskin* David W. Diskin, Senior V.P. / Secretary (716)845-4183
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (12/95)

**EMPIRE OF AMERICA REALTY CREDIT CORP.
100 SENECA STREET
BUFFALO, NEW YORK 14203**

SENIOR OFFICERS

**Kenneth J. Wilson
President and CEO,
CFO and Treasurer**

**Susan A. Wojnar
Senior Vice President**

**David W. Diskin
Senior Vice President
Secretary and General Counsel**

EMPIRE OF AMERICA REALTY CREDIT CORP. 3-3
100 SENECA STREET
BUFFALO, NEW YORK 14203

BOARD OF DIRECTORS
NAME AND BUSINESS ADDRESS

Mr. Stuart B. Brown
Morgens, Waterfall, Vintiadis
& Co., Inc.
10 East 50th Street
26th Floor
New York, New York 10022

Mr. Jouko T. Tamminen
Morgens, Waterfall, Vintiadis
& Co., Inc.
10 East 50th Street
26th Floor
New York, New York 10022

Mr. Jeffery D. Leu
Cargill Financial Services Corp.
Cargill Crosstown Center
6000 Clearwater Drive
Minnetonka, Minnesota 55343-9497

Mr. Kenneth J. Wilson
President and CEO
Empire of America Realty Credit Corp.
100 Seneca Street
Buffalo, NY 14203

Mr. Daniel G. Tuller
Cargill Financial Services Corp.
Cargill Crosstown Center
6000 Clearwater Drive
Minnetonka, Minnesota 55343-9497

Mr. Michael Glick
Prudential Securities, Inc.
1 Seaport Plaza
16th Floor
New York, New York 10292

March 28, 1996