

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

0548287

PROFIT CORPORATION
ANNUAL REPORT
1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P93000035821

1. Corporation Name

LINCOLN FUNDING CORP.

Principal Place of Business
1775 THE EXCHANGE
801 NORTHEAST 167TH STREET, SUITE 300
NORTH MIAMI BEACH FL 33162
US

Mailing Address
P.O. BOX 888287
600
ATLANTA GA 30339
US

2. Principal Place of Business
21 Suite, Apt. #, etc.
22 City & State
23 Zip
24 Country

2a. Mailing Address
26 Suite, Apt. #, etc.
27 City & State
28 Zip
29 Country

9. Name and Address of Current Registered Agent

UNITED CORPORATE SERVICES, INC.
801 NORTHEAST 167TH STREET
SUITE 300
NORTH MIAMI BEACH FL 33162

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83 City
84 Zip Code
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 is required when changing agent)

DATE

12. OFFICERS AND DIRECTORS

TITLE	VD	[] DELETE
NAME	SIEGEL, DAVID L	
STREET ADDRESS	740 BROADWAY 12TH FL	
CITY-STATE-ZIP	NEW YORK NY 10003	
TITLE	VSD	[] DELETE
NAME	LEANESS, CHARLES G	
STREET ADDRESS	740 BROADWAY 12TH FL	
CITY-STATE-ZIP	NEW YORK NY 10003	
TITLE	P	[] DELETE
NAME	POMPEO, PATRICK	
STREET ADDRESS	740 BROADWAY 12TH FL	
CITY-STATE-ZIP	NEW YORK NY 10003	
TITLE	T	[] DELETE
NAME	MORGAN, JOSEPH	
STREET ADDRESS	740 BROADWAY 12TH FL	
CITY-STATE-ZIP	NEW YORK NY 10003	
TITLE		[] DELETE
NAME		
STREET ADDRESS		
CITY-STATE-ZIP		
TITLE		[] DELETE
NAME		
STREET ADDRESS		
CITY-STATE-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	[] Change [] Addition
12 NAME	
13 STREET ADDRESS	
14 CITY-STATE-ZIP	
21 TITLE	
22 NAME	
23 STREET ADDRESS	
24 CITY-STATE-ZIP	
31 TITLE	[] Change [] Addition
32 NAME	
33 STREET ADDRESS	
34 CITY-STATE-ZIP	
41 TITLE	[] Change [] Addition
42 NAME	
43 STREET ADDRESS	
44 CITY-STATE-ZIP	
51 TITLE	[] Change [] Addition
52 NAME	
53 STREET ADDRESS	
54 CITY-STATE-ZIP	
61 TITLE	[] Change [] Addition
62 NAME	
63 STREET ADDRESS	
64 CITY-STATE-ZIP	

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****158.75 ****158.75

SIGNATURE

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DAVID L. SIEGEL

2/1/99

612X6735900

CR2E034 (11/98)