

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

FILED

Mar 23 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P96000082105 (3)

1. Corporation Name  
IMC CREDIT CARD, INC.

Principal Place of Business  
5901 EAST FOWLER AVENUE  
TAMPA FL 33617-2362

Mailing Address  
5901 EAST FOWLER AVENUE  
TAMPA FL 33617-2362



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/03/1996	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 59-3432375	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	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	
9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH 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
				FL	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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D <input type="checkbox"/> DELETE	11 TITLE	DCCEOS <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	NICHOLAS, GEORGE	12 NAME	
STREET ADDRESS	3450 BUSCHWOOD PARK DRIVE, SUITE 250	13 STREET ADDRESS	5901 E. Fowler Avenue
CITY-ST-ZIP	TAMPA FL 33618	14 CITY-ST-ZIP	Tampa, FL 33617-2362
TITLE	Please see attached Annex A <input type="checkbox"/> DELETE	21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	for a complete list of Officers and Directors.	22 NAME	
STREET ADDRESS		23 STREET ADDRESS	
CITY-ST-ZIP		24 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		32 NAME	
STREET ADDRESS		33 STREET ADDRESS	
CITY-ST-ZIP		34 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	41 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		42 NAME	
STREET ADDRESS		43 STREET ADDRESS	
CITY-ST-ZIP		44 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		52 NAME	
STREET ADDRESS		53 STREET ADDRESS	
CITY-ST-ZIP		54 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	
CITY-ST-ZIP		64 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:

Thomas G. Middleton, President, 3/11/98 (813) 984-8801

CR2E034 (10/97)



**IMC Credit Card, Inc.  
Officers and Directors**

**OFFICERS**

<b>Name</b>	<b>Title</b>	<b>Business Address</b>
George Nicholas	Chairman of the Board, CEO, Assistant Secretary	5901 East Fowler Avenue, Tampa, FL 33617-2362
Thomas G. Middleton	Director, President, COO, and Asst. Secretary	5901 East Fowler Avenue, Tampa, FL 33617-2362
Stuart D. Marvin	Chief Financial Officer	5901 East Fowler Avenue, Tampa, FL 33617-2362
George Freeman	Vice President	5901 East Fowler Avenue, Tampa, FL 33617-2362
Timothy W. Griffin	Vice President	5901 East Fowler Avenue, Tampa, FL 33617-2362
Susan W. McCarthy	Vice President	1301 Virginia Drive, Suite 110; Ft. Washington, PA 19034
Karen S. Bauman	Vice President	1301 Virginia Drive, Suite 110; Ft. Washington, PA 19034
Laurie S. Williams	Vice President and Secretary	5901 East Fowler Avenue, Tampa, FL 33617-2362
Jeff Ault	Assistant Secretary	5901 East Fowler Avenue, Tampa, FL 33617-2362
Dennis J. Pitocco	Vice President / Director of International Operations	5901 East Fowler Avenue, Tampa, FL 33617-2362
Jean S. Schwindt	Vice President / Director of Investor Relations and Strategic Planning	5901 East Fowler Avenue, Tampa, FL 33617-2362
Debra G. Steinberg	Loan Officer	1301 Virginia Drive, Suite 110; Ft. Washington, PA 19034
Geary R. LeBreton	Loan Officer	1101 North Kings Highway, Suite G-100, Cherry Hill, NJ 08034
Susan L. McArdle	Loan Officer	1101 North Kings Highway, Suite G-100, Cherry Hill, NJ 08034
Robert A. Briden	Director of Government Lending	505 Swansea Mall Drive; Swansea, MA 02777

**DIRECTORS**

George Nicholas	Chairman of the Board, CEO, Assistant Secretary	5901 East Fowler Avenue, Tampa, FL 33617-2362
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