

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

CNB EQUITY CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is CNB Equity Corporation

SECOND: It is incorporated under the laws of Connecticut

THIRD: The address of its registered office in Rhode Island is 1125 Hospital Trust Building, 15 Westminster St., Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is The Prentice-Hall Corp. System, Inc.

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 33 Church Street, Waterbury, Connecticut

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is mortgage financing

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Alexander Hawley	Director	227 Campbell Road, Fairfield, Ct.
Joseph A. Biernat	Director	30 Hurdle Fence Drive, Avon, Ct.
Robert M. Gordon	Director	Rimmon Road, Woodbridge, Ct.
John P. McAndrews	Director	14 Moss Ledge Road, Westport, Ct.
Walter M. Johnson III	Director	310 Village Drive, Cheshire, Ct.
Walter M. Johnson III	President	310 Village Drive, Cheshire, Ct.
Alexander Hawley	Chairman of Board Vice President	227 Campbell Road, Fairfield, Ct.
Edward G. O'Shea	Secretary	5629 Main Street, Putney, Stratford, Ct.
Frederick R. Miller	Treasurer	82A Seminole Lane, Oronoque Village, Stratford, Ct.

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
10,000	Common	2 76 75	\$5.00

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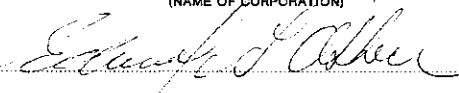
EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000	Common	--	\$5.00

Dated February 14, 19 79

CNB EQUITY CORPORATION

(NAME OF CORPORATION)

By  Its Secretary