

State of Rhode Island and Providence Plantations $O\!f\!f\!i\!ce$ of the Secretary of State

Matthew A. Brown, Secretary of State

Corporations Division 100 North Main Street Providence, RI 02903-1335 401.222.3040

Form 630 Rev. 12/03

PROFIT CORPOR	ATION A	NNUAL REPORT FOR THE YEAR	2005
Illino Danio di Langano I. Ma		F21: F 6F0 00	

(FORM MUST BE TYPED OR PRI		g ree. 950,00	o			
1. Corporate ID No. 41601	2. Name of Corporation					
3. Street Address Principal Business 245 Pork Av	Office	edit Corporation	City New York	State	Zip 10167	
4. Business Phone No. 212 557 - 4		5. State of Incorporation DELAWARE			6. SIC Code 7773	
7. Brief Description of the Character EQUIPMENT LEASING					1113	
8. NAMES AND ADDRESSE		: ("X" BOX FOR ATT	ACHMENT) [FILL IN SP.	ACES BEFORE USING	ATTACHMENTS	
Paul H. Re	PP		Vice President Name Richard F. 1	Krakowsk	, L	
Street Address Park A	ve., 404n	Floor	Street Address 245 Park A			
Nγ	State NY	^{Zip} 10167	City	State NY	zip 10167	
Secretary Name Jone A. 5	chapker		Treasurer Name Jonet M.	Garrity	•	
Street Address 1095 AVE: OF	the Amer	ricas	3900 Washin	gton St. 2n	d floor	
City NY	State	10036	Wilmington	State DE	^{zip} 19802	
Director Name Director Name H. Re		S: ("X" BOX FOR AT	TACHMENT) [] FILL IN S Director Name Jomes J.	Todo h	G ATTACHMENTS	
Street Address Park Av		Floor	Street Address	Ave., 404	Floor	
City NY	State NY	Zip 10167	City NY	State NY	Zip 10167	
tor Name Peter D	. Rotherf		Director Name Awrey E	· Prashke	····l·································	
1 reet Address Park	Ave., HOH	h Floor	Street Address	Ave., HOTO		
10. SHARES AUTHORIZED	State NY ("X" BOX FOR ATTA	Zip [0]61 ACHMENT) [City NY 11. SHARES ISSUED ("X	State NY	zip 10167	
AUTHORIZED SHARES Number of Shares	Class/Series	Par Value	ISSUED SHARES Number of Shares	Class/Series	Par Value	
1 COMM NO PAR VALUE			one	common	no par	
This report must be s	igned in ink by eithe	er the President, Vice P	resident, Secretary, Assistant	Secretary, Treasurer, Re	ceiver or Trustee	
	41601				I have examined this reportents, and that all statement	
File Date 2 - 22 - 0			contained herein are true		2/18/65	
Check No.			Richard Krakowski			
FOR SECRETARY OF STATE USE ONLY			Print or Type Name of Officer Senice V. P CFO			
	·		Title of Officer			



File Date

Check No.

FOR SECRETARY OF STATE USE ONLY

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS Office of the Secretary of State

Matthew A. Brown, Secretary of State

Corporations Division 100 North Main Street Providence, RI 02903-1335 401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR

2004 Filing Period: January 1 - March 1 • Filing Fee: \$50.00 (FORM MUST BE TYPED OR PRINTED IN BLACK) 1. Corporate ID No. 2. Name of Corporation 41601 **Bell Atlantic Credit Corporation** 3. Street Address Principal Business Office New York NY 245 Park Ave 10167 5. State of Incorporation 6. SIC Code **DELAWARE** 7773 7. Brief Description of the Character of Business Conducted in Rhode Island **EQUIPMENT LEASING** 8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS Vice President Name Richard F. Krakowski Avenue of the Americas 9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) | FILL IN SPACES BEFORE USING ATTACHMENTS Street Address Street Address 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) AUTHORIZED SHARES ISSUED SHARES Number of Shares Class/Series Par Value Number of Shares Class/Series Par Value NO PAR one 1 COMM NO PAR VALUE Common This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Form 630 Rev. 12/03



Edward S. Inman, III, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-222-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

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(FORM MUST BE TYPED OR PRINTED IN BLACK)
--

1. Corporate ID No.

2. Name of Corporation

41601

4. Business Phone No.

VERIZON CAPITAL CORP.

3. Street Address Principal Business Office

245 PARK AVENUE - 40TH FLOOR

(212) 557-4799

5. State of Incorporation

NEW YORK

NY

10167

6. SIC Code

DELAWARE 7773

7. Brief Description of the Character of Business Conducted in Rhode Island

EQUIPMENT LEASING

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

ANDREW COTICCHIO

Street Address

City

245 PARK AVENUE - 40TH FLOOR

NEW YORK

NY

10167

Secretary Name

ROBERT W. ERB

Street Address

1095 AVENUE OF THE AMERICAS

NEW YORK

NY

10036

Street Address

Director Name

Street Address

Director Name

Street Address

3900 WASHINGTON STREET, 2ND FLOOR State

1095 AVENUE OF THE AMERICAS

1095 AVENUE OF THE AMERICAS,

245 PARK AVENUE - 40TH FLOOR

WILMINGTON

NEW YORK

PHILIP SESKIN

Vice President Name

NEW YORK

Street Address

Treasurer Name

ROBERT J. BURDEN

JANET M. GARRITY

VICTOR GOMPERTS

DE

NY

NY

19802

10036

10167

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

ANDREW COTICCHIO

Street Address

245 PARK AVENUE - 40TH FLOOR

City **NEW YORK**

NY

State

Zip

10167

Director Name

WILLIAM HEITMANN

Street Address

1095 AVENUE OF THE AMERICAS

City

Zip

NEW YORK

NY

10036

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ISSUED SHARES

Number of Shares

Class/Series

State

Par Value

Zip

NEW YORK

1 COMM NO PAR VALUE

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COMMON

NO PAR

10036

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of.

ROBERT J. BURDEN

Print or Type Name of Officer VICE PRESIDENT - TAXES

Title of Officer **4€** 5

Form 630 12/02



(FORM MUST BE TYPED IN BLACK)

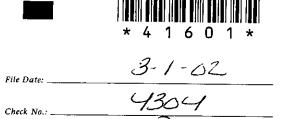
Edward S. Inman, III, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-222-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002 Filing Period: January 1-March 1 • Filing Fee: \$50.00



1. Corporate ID No. 2. Name of Corporation 41601 Verizon Capital Corp. 3. Street Address Principal Business Office City Zip245 PARK AVENUE - 40TH FLR. NEW YORK NY 10167 4. Business Phone No. 5. State of Incorporation 6. SIC Code (212)557-4799 DELAWARE 7773 7. Brief Description of the Character of Business Conducted in Rhode Island EQUIPMENT LEASING 8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS President Name Vice President Name ANDREW COTICCHIO PETER RUTHERFORD Street Address Street Address 245 PARK AVENUE - 40TH FLR. 245 PARK AVENUE - 40TH FLR. City City NEW YORK NY 10167 NEW YORK 10167 Secretary Name Treasurer Name MARVA M. LEVINE VICKI M. LINKOVICH Street Address Street Address 245 PARK AVENUE - 40TH FLR. 201 NO. FRANKLIN STREET - SUITE 1800 State NEW YORK NY 10167 TAMPA 33602 9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS Director Name Director Name ANDREW COTICCHIO VICTOR GOMPERTS Street Address Street Address 245 PARK AVENUE - 40TH FLR. 1095 AVENUE OF THE AMERICAS State State NEW YORK 10167 NEW YORK 10036 Director Name Director Name WILLIAM HEITMANN PHILIP SESKIN Street Address Street Address 1095 AVENUE OF THE AMERICAS 1095 AVENUE OF THE AMERICAS City NEW YORK NY 10036 NEW YORK NY 10036 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) AUTHORIZED SHARES ISSUED SHARES Number of Shares Class/Series Number of Shares Class/Series Par Value 1 COMM NO PAR VALUE COMMON NO PAR VALUE ONE COMMON NO PAR

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



FOR SECRETARY OF STATE USE ONLY

Ignature of Officer Date

VICKI M. LINKOVICH

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and

Print or Type Name of Officer

VP - TREASURER & COMPTROLLER

that all statements contained herein are true and correct.

Title of Officer

of Officer

Form 630 12/01

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Verizon Capital Corp. -- Current Officers

Please note that pending changes, if any, are not reflected.

name	title	appointed
Burden, Robert J.	Assistant Comptroller	11/07/1997
Coticchio, Andrew	President & CEO	06/30/2000
Dentico, Patrick	Assistant Comptroller	03/13/1998
Erb, Robert W.	Secretary	02/01/2002
Heitmann, William F.	Chairman of the Board	07/27/2000
Jordan, James J.	Senior Vice President - Investments	09/02/2001
Krakowski, Richard F.	Senior Vice President-Strategic Reporting and Analysis	09/02/2001
Levine, Marva M.	Vice President - Counsel and Assistant Secretary	12/15/1998
Linkovich, Vicki M.	Vice President - Treasurer and Comptroller	09/02/2001
Mason, J. Daniel	Assistant Secretary	02/01/2002
Mykytyn, Renata L.	Vice President - Affordable Housing Investments	08/01/2001
Repp, Paul Howard	Senior Vice President and General Counsel	01/31/2002
Rutherford, Peter D.	Senior Vice President - Operations	09/02/2001
Simeone, Barbara A.	Vice President - Planning and Administration	04/01/2001
Weiss, Richard	Assistant Comptroller	10/02/1985

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eWeb

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Company Directory Active Company

Verizon Capital Corp. -- Current Directors

Please note that pending changes, if any, are not reflected.

name	appointed
Coticchio, Andrew	07/26/1999
Deur, Jan L.	07/28/2000
Gomperts, Victor S.	04/28/1995
Heitmann, William F.	09/16/1985
Salerno, Frederic V.	06/01/1996
Seskin, Philip	07/13/1998

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Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-222-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001 Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPE	D IN BLACK)				
1. Corporate ID No. 41601	2. Name of Corpo Bell At	^{oration} Lantic Credit Corp	oration		,
3. Street Address Principa	al Business Office 245 Pa	ek Ave. 40thfl.	City New York	State	zip 10/67
4. Business Phone No.	112-557-479	5. State of Incorporation	0-1-0	U	6. SIC Code 7773
7. Brief Description of the	Character of Business Conducted	d in Rhode Island	man 1. 1		
8. NAMES AND A	DDRESSES OF THE OF	FICERS ("X" BOX EDR ATTACK	ment Leasing	EODE HEINE ATTACH	IN IT REPORT
President Name A	I drew Cotic		Vice President Name Petch	Revitedord	MEN IS
Street Address 245	Pock Ave.	40th Fl.	Street Address 245 PGR	L Ave. 40	th El.
ver y	ek State	^{zip} 10167	hew york	State M	zip 10/67
Secretary Name	cheel flynn		Treasurer Name Richard	Krakowsk	i i
Street Address 45 1	Poek Ave. 4	oth fl.	245 Pole	ek Ave. 40	thfl.
9. NAMES AND A	0	Zip 10167	New York	State NJ	10167
Director Name		L 1	Director Name	EFORE USING ATTAC	HMENTS
Street Address	drew Coticc		Victor	. Gempeet	\$
	fock Ave.	40thFl.	Street Address 1095 A	ve, of the 1	Amelicas
New Yr	elle State	10167	New York	Ny	10167
	han Heitr	mann	Director Name Nelvin	mestin	
Street Address 1095	Ave. of the	Arrelicas	Street Address 1095 Av	enve of the	z Americas
"New yor	k siane	10167	rewyork	State MY	10167
10. SHARES AUTH AUTHORIZED SHARES	ORIZED ("X" BOX FOR AT	TACHMENT)	11. SHARES ISSUED ("X" I	BOX FOR ATTACHMENT)	,0,0.
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
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This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

	* 4 1 6 0 1 *
File Date:	7/33/11
Check No.:	3023'
Ву:	(w)
FOR SECRETARY	OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined
this report, including any accompanying schedules and statements, and
that all statements contained herein are true and correct.

Lichard	Walowil.	2/14/01
Signature of Officer Ric	had kaka	Date

Print or Type Name of Officer

Title of Officer



James R. Langevin, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-222-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1	•	Filing Fee: \$50.00
(FORM MUST BE TYPED IN BLACK)		

4. Business Phone No.

2. Name of Corporation

41601

Bell Atlantic Credit Corporation

3,	Street	Address	Prir	ıcipai	Business	Offi
				_		

245 Park Avenve

New YIMZ

10167 6. SIC Code

7773

(212) 557-4

7. Brief Description of the Character of Business Conducted in Rhode Island

	- Copiete	· · · · · · · · · · · · · · · · · · ·
8.	NAMES AND ADDRESSES	OF THE OFFICERS ("X" BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

Avenue

KraKovski

President Name William Heutmann 245 Park Avenue 40th TI

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT)

Park Avenue 40th Floor

10167

40th Floor

Kobert Burdun

Avenue 40th Floor

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

Rutherfurd

LNenve 40th H

10167

10167

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

ONL

Common

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

M Burding of Officer		2/21/00	
Signature of Officer		Date	
Robert I	Burden		

Print or Type Name of Officer

Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999	• • •			
Filing Derind: Ignuary 1 March 1 . Filing F #50.00	PROFIT CORPORATION	ANNUAL REPORT	FOR THE	YEAR 1999



(FORM MUST BE TYP	PED IN BLACK)				
1. Corporate ID No. 41601	2. Name of Corpo Bell A	tlantic Crec	dit Corporation		
3. Street Address Princip 3. Street Address Princip	Avenue - 40	the Floor	New York	State N Y	^{zip} 10167
212-557	- 4799 he Character of Business Conducted	5. State of Incorporation Delawa d in Phode Island		/	6. SIC Code 7773
C - 1	Ipment Lea	sung	ACHMENT)		
President Name WILLAM	F. Hertmann	-	Vice President Name James J.	Jordan	•
Street Address	k of Americ		345 Park A	ivenue-40 th	· Floor
New York	~ NY	10036	New York	State N Y	^{zip} 10167
Michael i	D. Aynn		Richard F.	Krakowski	
245 Park	L Avenue	10m (1000)	245 Park	Avenue- 1	10th Ploor
NEW YORK	ADDRESSES OF THE DIE	10167	New York	State N Y	10167
Director Name William	F. Hertman	M.	Director Name Mel Nesk	-in	
1095 Ayen	ue of Ameri	cas	Street Address 1095 Avenue		ıs
New York	- NY	70036	New York	State NY	10036
Victor Go	mpeAs		Hederic S	aterno	
1095 Aver	we of Amer	'icas	1095 Avens	ue of Amer	icas
10 SHARES AUTH	N Y	10036	New YOR	State N Y	10036
AUTHORIZED SHARES Number of Shares	Class/Series	,,-,-,	ISSUED SHARES	" BOX FOR ATTACHMENT)	
i and the second		Par Value	Number of Shares	Class/Series	Par Value
1	common	No Par	1	Commoo	No Doc

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

	this report, including any accompanying schedules and statements, an
04-09-01	that all statements contained herein are true and correct.
File Date: UC 100	Hichard Maluel 3/31/88
Check No.:	Signature of Officer Date
RV:	Print or Type Name of Officer Print or Type Name of Officer
FOR SECRETARY OF STATE USE ONLY	Vice President Trasury + Comptoner

BELL ATLANTIC CREDIT CORPORATION

Board of Directors

William F. Heitmann (S.S. 142-38-3215)

Victor Gomperts (S.S. 144-32-3682)

Melvin Meskin (S.S. 072-34-6215)

Frederic V. Salerno (S.S. 086-34-0757)

Philip Seskin (S.S. 053-60-5907)

Ellen Wolf (S.S. 049-40-7886)

Officers

William F. Heitmann (S.S. 142-38-3215)

Chairman and Chief
Executive Officer

Paul H. Repp (S.S. 122-46-2121)

Executive Vice President and
General Counsel

James J. Jordan (S.S. 007-54-3974)

Vice President - Investments

Michael D. Flynn (S.S. 485-56-8258)

Vice President - Counsel and
Secretary

Richard F. Krakowski (S.S. 141-48-8836)
Vice President - Treasurer and
Comptroller

Peter D. Rutherford (S.S. 091-58-8171)

Vice President - Investments

Gregory L. Borges (S.S. 080-50-6822) Vice President - Credit



James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998 Filing Period: January 1-March 1 • Filing Fee: \$50.00

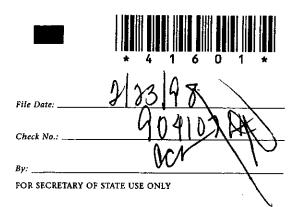


(FORM MUST BE TYPED IN BLACK) 1. Corporate ID No. 2. Name of Corporation 41601 **Bell Atlantic Credit Corporation** 3. Street Address Principal Business Office City State Zip 200 PARK AVENUE, 33RD FLOOR NEW YORK NY 10166 4. Business Phone No. 5. State of Incorporation 6. SIC Code 212-499-3700 **DELAWARE** 7773 7. Brief Description of the Character of Business Conducted in Rhode Island Equipment Leasing 8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) X President Name Vice President Name Thomas J. Cowey Peter D. Rutherford Street Address 200 PARK AVENUE 200 PARK AVENUE City State NEW YORK NY 10166 NEW YORK NY 10166 Secretary Name Treasurer Name Michael D. Flynn Richard F. Krakowski Street Address Street Address 200 PARK AVENUE 200 PARK AVENUE Citv State City ZivNEW YORK NY 10166 NY 10166 9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) X Director Name Director Name William F. Heitmann Frederic V. Salerno Street Address Street Address 1095 Avenue of the Americas 1095 Avenue of the Americas City State State ZipNew York NY 10036 New York NY 10036 Director Name Director Name Victor Gomperts Mel Meskin Street Address Street Address 1095 Avenue of the Americas 1095 Avenue of the Americas State New York ΝŸ 10036 New York ΝY 10036 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) AUTHORIZED SHARES ISSUED SHARES Number of Shares Class/Series Par Value Number of Shares Class/Series Par Value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

1

No Par



Common

1

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Common

Lichard Knakowsh.
Signature of Officer

Richard F. Krakowski

Print or Type Name of Officer

TT D Ware a second of the

V.P. Treasurer and Comptroller
Title of Officer

21 10 /07

No Par

BELL ATLANTIC CREDIT CORPORATION A STATEMENT ATTACHED TO AND MADE PART OF THE STATE OF RHODE ISLAND ANNUAL REPORT FILING FORM

FEIN: 13-3299052 OFFICERS:		STATEMENT #1
NAME	TITLE	BUSINESS ADDRESS
Page 1, Lines 8&9		
Thomas J. Cowey	President	200 Park Avenue-33rd Floor New York, NY 10166
James J. Jordan	V.PInvestments	200 Park Avenue -33rd Floor New York, NY 10166
Michael D. Flynn	V.PGeneral Counsel & Secretary	200 Park Avenue-33rd Floor New York, NY 10166
Richard F. Krakowski	V.PTreasurer & Comptroller	200 Park Avenue-33rd Floor New York, NY 10166
Peter D. Rutherford	V.PInvestments	200 Park Avenue-33rd Floor New York, NY 10166
Gregory L. Borges	V.PInvestments	200 Park Avenue-33rd Floor New York, NY 10166
Marva M. Levine	Assistant Secretary	200 Park Avenue-33rd Floor New York, NY 10166
Roslyn G. Grigoleit	Assistant Comptroller	1095 Avenue of the Americas-31st Floor New York, NY 10036
Christine A. Hillery	Assistant Comptroller	1095 Avenue of the Americas-31st Floor New York, NY 10036
Richard Weiss	Assistant Comptroller	1095 Avenue of the Americas-31st Floor New York, NY 10036
Robert J. Burden	Assistant Comptroller	1095 Avenue of the Americas-31st Floor New York, Ny 10036
DIRECTORS:		
William F. Heitmann	Director	1095 Avenue of the Americas New York, NY 10036
Thomas J. Cowey	Director	200 Park Avenue-33rd Floor New York, NY 10166
Victor Gomperts	Director	1095 Avenue of the Americas New York, NY 10036

1095 Avenue of the Americas New York, NY 10036

1095 Avenue of the Americas

New York, NY 10036

Director

Director

Mel Meskin

Frederic V. Salerno



James R. Langevin, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-277-3040

PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00 (FORM MUST BE TYPED IN BLACK) 1. Corporate ID No. 2. Name of Corporation 41601 **NYNEX Credit Company** 3. Street Address Principal Business Office State 1095 Avenue of the Americas - Room 3142 New York 10036 6. SIC Code 4. Business Phone No. 5. State of Incorporation **DELAWARE** 7773 212-499-3700 7. Brief Description of the Character of Business Conducted in Rhode Island Equipment Leasing 8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT). Vice President Name Richard E. Lucey Peter D. Rutherford Street Address 200 Park Avenue 200 Park Avenue Zip New York NY 10166 New York10166 Treasurer Name Michael D. Flynn Richard F. Krakowski
Street Address Street Address 200 Park Avenue 200 Park Avenue City Zip New York New York 10166 9. NAMES AND ADDRESSES OF THE DIRECTORS (X Director Name Director Name Colson P. Turner Frederic V. Salerno Street Address 1095 Avenue of Americas Zip New York
Director Name 10036 ŅΥ New YorkNY .10036... Victor Gomperts Mel_Meskin Street Address 1095 Avenue of Americas 1095 Avenue of Americas State Zip City Zip State 10036 New Yorl 10036 AND ISSUED AUTHORIZED SHARES ISSUED SHARES Number of Shares Class/Series Par Value Number of Shares Class/Series Par Value 1 Common No Par 1 Common No Par This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

	* 4 1 6 0 1 *	
File Date:	9/28/97	
Check No.:	903870 H	
Ву:	Par Su	
FOR SECRETARY OF S	TATE USE ONLY	

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Richard F. Krakowski Print or Type Name of Officer

V.P. Treasurer and Comptroller

NYNEX CREDIT COMPANY A STATEMENT ATTACHED TO AND MADE PART OF THE STATE OF RHODE ISLAND PROFIT CORPORATION ANNUAL REPORT 1997 F/Y/E 12/31/96

CORPORATE ID NO. 41601

STATEMENT #1

Page 1, Lines 8 and 9 Continued:

OFFICERS:

NAME TITLE **BUSINESS ADDRESS** C. Wesley Reynolds V.P. - Investments 200 Park Avenue New York, NY 10166 Marva M. Levine Ass't Secretary 200 Park Avenue New York, NY 10166 Joseph A. Tomitz Ass't Treasurer 200 Park Avenue New York, NY 10166 Roslyn G. Grigoleit Ass't Comptroller 1095 Avenue of the Americas New York, NY 10036 Richard Weiss Ass't Comptroller 1095 Avenue of the Americas New York, NY 10036 DIRECTORS:

William F. Heitman

Director

1095 Avenue of the Americas

New York, NY 10036

Richard E. Lucey

Director

200 Park Avenue New York, NY 10166

PROFIT CORPORATON ANNUAL REPORT

1996

2. NAME OF CORPORATION



State of Rhode Island and Providence Plantations James R. Langevin, Secretary of State

Corporations Division 100 North Main Street

Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1 Filing Fee: \$50.00

1. CORPORATE ID NO.

PLEASE TYPE OR PRINT IN BLACK INK.

NYVEX CREDIT COMPANY 3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE STATE ZIP CODE WHITE PLAINS IIII WESTCHESTER AVENUE 44 10604 4. BUSINESS PHONE NO. 5. STATE OF INCORPORATION 6. SIC CODE (914) 644-6875 DELAWARE 7773 7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND LEASING ADDRESSES 0 F THE OFFICERS PRESIDENT NAME VICE PRESIDENT NAME Peter KICHARD LUCEY E PARK 200 AVENUE 200 AVENUE STATE ZIP CODE ZIP CODE NEW 10166 NEW YORK 10166 SECRETARY NAME TREASURER NAME MICHAEL アレエンマ RICHARD KRAKOWSKI STREET ADDRESS STREET ADDRESS 200 AJENUE PARK AVENUE ZIP CODE ZIP CODE 10166 10166 NAMES ADDRESSES 0 F DIRECTORS DIRECTOR NAME DIRECTOR NAME PETER VICTOR S GOMPERTS CICCONE STREET ADDRESS STREET ADDRESS AVENUE WESTCHESTER WESTCHESTER AVENUE ZIP CODE STATE ZIP CODE 10604 10604 WHITE MY MHILE YN DIRECTOR NAME DIRECTOR NAME P TURNER COLSON RICHARD LUCEY STREET ADDRESS STREET ADDRESS 200 PARK WESTCHESTER AVENUE STATE ZIP CODE 10604 NEW 10166 SHARES AUTHORIZED ISSIFD **AUTHORIZED SHARES ISSUED SHARES** NUMBER OF SHARES CLASS / SERIES PAR VALUE NUMBER OF SHARES CLASS / SERIES PAR VALUE

> This report must be SIGNED IN INK by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

NO PAR

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

COMMON

File Date:

6/5/94 90/0003754C Check No:

COMMON

By: For Secretary of State Use Only Signature of Officer

Richard Krakowski Print or Type Name of Officer

Vice President, Treasurer & Comptroller Title of Officer

Date FORM 31 12/95

State of Rhode Island and Providence Plantations Office of The Secretary of State 100 North Main Street Providence, Rhode Island 02903-1335 401-277-3040 401-277-3040

0041601

ANNUAL REPORT

Please Type or Print File Annually - Jan. 1 - March 1

Filing Fee \$50.00 Make Checks Payable to: Secretary of State

ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.

NAME OF Corporation: NYNEX Credit Company Business entity organized under the laws of the State of . DELAWARE For foreign entity, address and telephone number of principal office: 200 PARK AVENUE . NIW YORK, NY 10166 Phone: (914/644-6934 Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box): 111 WISTIMINSTER STREET PROVIDENCE, RI 02903 Phone: () RICHARD E. LUCEY STREET ADDRESS RICHARD E. LUCEY STREET ADDRESS RICHARD E. LUCEY STREET ADDRESS THE NAMES OF THE OFFICERS ARE: STREET ADDRESS CITYSTATE THE NAMES OF THE OFFICERS AVENUE, NEW YORK, NY 10166 STREET ADDRESS CITYSTATE THE NAMES OF THE DIRECTORS ARE: STREET ADDRESS CITYSTATE THE NAMES OF THE DIRECTORS	Corporate ID:	Annual Report for the year: 1995
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PROVIDENCE, RI 02903 Phone: (Island (Provide street address - Not P.O. Box): 111 WESTMINSTER STREET	
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DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:	Form 31 1/95 ==	RINT OR WASSIAM POMPTER SIGNIFIC
ACCIDITION ACENT FOR SERVICE OF PROCESS:		
PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.	PLEASE NOTE: If the registered office and/or registered agent indicate.	d below is incorrect. Form 9 must be filed

CT CORPORATION SYSTEM 123 DYER STREET

PROVIDENCE RI 02903

Filing Fee \$50.00 --Payable to: Secretary of State

PLEASE TYPE or PRINT

File Annually LLC: Sept. 1 - Nov. 1 CORP: Jan. 1 - March

State of Rhode Island and Providence Plantations Office of The Secretary of State

100 North Main Street Providence, Rhode Island 02903-1335 401-277-3040

0041601	401-277-3040	1994	
Corporate ID:	Annual Report f	or the year:	
Name of Business Entity:		edit Company	
Business entity organized under the laws of the State of: D	Business Ent	ity is (check one):	
	[X] E	Business Corporation (See RIGL Chapte	er 7-1.1)
Federal Taxpayer Identification Number:		Professional Service Corporation (See R	
For foreign entity, address and telephone number of principal		imited Liability Company (See RIGL 7	-
335 MADISON AVENUE		nd mailing address of contact person to ons may be directed:	whom
NEW YORK, NY 10017		RICK DENTICO	
		C. COMPTROLLER	
Phone: (914)644-6934		WESTCHESTER AVENUE, ROO	OM 1121
Address and telephone of the principal office of business ent		E PLAINS, NY 10604	
Island (Provide street address - Not P.O. Box):			
111 WESTMINSTER STREET	l l	nt of the character of business conducte RS CREATIVE FINANCIAL PT	
PROVIDENCE, RI 02903		RVICES TO BUSINESS CUSTO	
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		nization:	
Phone: ()	Date of Quality	fication to do business in Rhode Island	(if foreign entity):
		11/23	
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	335 MADISON AVENUE, NEW		ZIFCODI
☐ CHIEF OPERATING OFFICER OR ☐ VICE PRESIDENT (Check One)	STREET ADDRESS	CITY/STATE	ŽIP ČODI
X ASST. COMPTROLLER PATRICK DENTIC	O, 1111 WESTCHESTER AVEN	UE, WHITE PLAINS, NY 10	604
	335 MADISON AVENUE, NEW	YORK, NY 10017	ZIP CODI
CHIEF FINANCIAL OFFICER OR TYTEASURER (Check One)	STREET ADDRESS	CITY/STATE	ZIP CODI
PHILIP H. SHERIDA	N, 335 MADISON AVENUE, NI	EW YORK, NY 10017	
NAME THI	E NAMES OF THE DIRECTORS STREET ADDRESS	ARE:	ZIP CODI
BLACKBURN, RICHAR	D. W., 1113 WESTCHESTER AV		10604
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
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FEB 18 1994	PRINT OR TYPE NAME OF OFFICER SIC		
By May 1010 21	ASST. COMPT TITLE OF OFFICER SIGNING	ROLLER	
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orm 31 1/94			
DESIGNATED REGISTER	RED OR RESIDENT AGENT FOR	SERVICE OF PROCESS:	

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

State of Rhode Island and Providence Plantations CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02903

Corporate IDQ	041601	Annual Report for	the year19:	93
FIRST: The name	of the corporation is	NYNEXCraditCo	ompany	
Second: It is inco	rporated under the laws of	DELA WARE		
THIRD: Character	of business, briefly stated, is of	FFERS CREATIVE F	INANCIAL PK	PODUCTS
É SERVICES	TO BUSINESS CUS	STOMERS.	•••••	
•	corporation, address of its princ		PADISON AV	ENUE
		NEW YOU	ek, N.Y.	10017
FIFTH: Business ad	dress in Rhode Island	111 WE 1986 PROVIDA	STMINSTER ENCE, RI	
SIXTH: Names and	addresses of its directors and off		(Attaching number, street, zip cod	rider if necessary)
BLACKBURN, RIC	HARD W. Director	1139 SPRUCE DRIVE	F, MOUNTAINSIL	E, NJ 07092
HEITMANN, WILL	IAM E. Director	335 MADISON	QUE. NEW YOU	K, NY 10017
LUCEY RICHAR		335 MABISON A		•
LUCEY RICHARD	F. President	335 MADISON A	AVE., NEW YO	PEK NY 10017
JORDAN, JAME	Vice President	335 MADISON,	AUE. NEW]	JACK NY 10017
		235 MADISON	•	•
SHERIDAN, PHIL	IP H. Treasurer	335 MADISON	AVE., NEW)	ORK NY 1001;
SEVENTH: Number	of Shares authorized:		Par V	
No. of Shares	Class	PAI Deries	or staten shares are par v	without
1	CommoN .	ed 0 1 1993	•	PAR VALUE
EIGHTH: Number o	f Shares issued: Class	C'Y OF STATE Series	Par V or statem shares are	ent that without
1	Common	Series	par v NO PI	ane PR VALUE
Dated FEB 2		VNEX CREDIT e of Corporation) V Puhand R		,
(Report must be si	igned by an officer) Title.	ASST. COMP	TROLLER	z

NYNEX CREDIT COMPANY 13-3299052 335 Madison Avenue New York, NY 10017

Incorporated: Delaware Dated: September 16, 1985

The nature description of the business corporation and its purpose are to engage in any lawful act or activity as it may be amended from time to time.

Offers creative financial products and services to business customers that purchase telecommunications and other products from NYNEX companies. It is in the business of leasing personal property and is authorized to do business.

Provides financing for companies acquiring products and services outside of NYNEX .

DIRECTORS:	BUSINESS ADDRESS:	HOME ADDRESS:
BLACKBURN, Richard W.	1139 Spruce Drive Mountainside, NJ 07092	109 Stone Route Lane Concord, MA 01742
HEITMANN, William F.	335 Madison Avenue New York, NY 10017	531 St. Nicholas Avenue Haworth, NJ 07641
LUCEY, Richard E.	335 Madison Avenue New York, NY 10017	420 Fowler Avenue Pelham Manor, NY 10803
MESKIN, Mel	1113 Westchester Avennue White Plains, NY 10604	14 Ferndale Road New City, NY 10956
RUBIN, Jeffrey S.	1113 Westchester Avenue White Plains, NY 10604	581 Sasco Hill Road Fairfield, CT 06430
TURNER, Colson P.	1113 Westchester Avenue White Plains, NY 10604	156 Garden Place W. Hempstead, NY 11552

NOTE: The term of a director continues until the following circumstances occur:

- (1) successor is elected and qualified;
- (ii) attains the age of 70;
- (iii) removal by death or resignation; and
- (iv) no longer active in the business in which he or she was involved at the time of election.

SEND YOUR UPDATES TO: NYNEX Corporation H. Cuaycong - Room 1123G 1111 Westchester Avenue White Plains, NY 10604 914/644-6925

NYNEX CREDIT COMPANY 13-3299052

OFFICERS:	BUSINESS ADDRESS:	HOME ADDRESS:	
Richard E. Lucey President	335 Madison Avenue New York, NY 10017		
James J. Jordan Vice President – Marketing	335 Madison Avenue New York, NY 10017	125 Holmes Avenue Darten, CT 06820	
Paul H. Repp Vice President - G.C. & Secretary	335 Madison Avenue New York, NY 10017	207 E. 74th Street #10E New York, NY 10021	
Philip H. Sheridan Vice President - Compt. & Treasurer	335 Madison Avenue New York, NY 10017	31 Bramble Lane Riverside, CT 06878	
Patrick Dentico	1111 Westchester Avenue	1720 Mayflower Avenue	
Asst. Comptroller	White Plains, NY 10604	Bronx, NY 10461	
Richard F. Krakowski	335 Madison Avenue	290 Mc Kinley Blvd.	
Asst. Comptroller	New York, NY 10017	Paramus, NJ 07652	
Richard Weiss	1111 Westchester Avenu	278 W. Valley Stream Blvd.	
Asst. Comptroller	White Plains, NY 10604	Valley Stream, NY 11580	
George M. Leing	335 Madison Avenue	63 Indian Field Road	
Asst. Secretary	New York, NY 10017	Greenwich, CT 06830	
Marva M. Levine	335 Madison Avenue	40 West 71st Street	
Asst. Secretary	New York, NY 10017	New York, NY 10023	
Joseph A. Tomitz	335 Madison Avenue	2966 Huntington Court	
Asst. Treasurer	New York, NY 10017	Wantagh, NY 11793	

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

State of Rhode Island and Providence Flantations CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02903

Corporate ID0041	£01	Annual Report for	the year 1992
FIRST: The name of the			Э мрал у
Second: It is incorpora			
THIRD: Character of bu	siness, briefly stated, is	OFFERS CREATIVE FINAN	CIAL PRODUCTS & SERVICES
		TO BUSINESS CUSTOMERS	8
FOURTH: If foreign corp	ooration, address of its p	rincipal office 335 MADIS	ON AVENUE
		NEW YORK,	NY 10017
FIFTH: Business address	in Rhode Island	111 WESTM	INSTER STREET
		PROVIDENC	E, RI 02903
SIXTH: Names and addr	esses of its directors and		(Attach rider if necessary) g number, street, zip code)
ABRAMS, BARRY S.	Director	21 PENN PLAZA, NEW Y	ORK. NY 10001
BLOSE, ANTHONY P.	Director	1111 WESTCHESTER AVE	NUE, WHITE PLAINS, NY 1060
HEITMANN, WILLIAM F	Director	335. MADISON AVENUE, 1	NEW YORK, NY 10017
RICHARD E. LUCEY	President	335 MADISON AVENUE, 1	NEW YORK, NY 10017
JAMES J. JORDAN	Vice Preside	ent 335 MADISON AVENUE, I	NEW YORK, NY 10017
PAUL H. REPP	Secretary	335. MADISON AVENUE,	NEW YORK, NY 10017
PHILIP H. SHERIDAN	Treasurer	335 MADISON AVENUE, 1	NEW YORK, NY 10017
SEVENTH: Number of Sh	ares authorized:		Par Value or statement that
No. of Shares	Class COMMON	Series	shares are without par value NO PAR VALUE
		ON 06 1997	
EIGHTH: Number of Sha	res issued:	RECY OF STATE	Par Value or statement that
No. of Shares	Class COMMON	Series	shares are without par value NO PAR VALUE
Dated	19 91	NYNEX CREDIT COMPANY Name of Corporation)	:
(Report must be signed 1		itle ASST. COMPTROLLER	

10 be med annually between January 1st and March 1st

State of Rhode Island and Providence Plantations CORPORATIONS DIVISION 270 WESTMINSTER MALL PROVIDENCE, RHODE ISLAND 02903

Corporate ID00416	501	Annual Report for	the year 1991
First: The name of	of the corporation is	YNEX CREDIT COMPANY	
Second: It is incor	porated under the laws of	DELAWARE	
		OFFERS CREATIVE FIR	
		ers.	
FOURTH: If foreign	corporation, address of its r	orincipal office335. MAI	DISON AVENUE
		NEW YOR	K. NY 10017
FIFTH: Business add	iress in Rhode Island	NONE	·
SIXTH: Names and	addresses of its directors and		(Attach rider if necessary) g number, street, zip code)
BLOSE, ANTH	ONY P. Director	12 SHAKER RIDGE LANE	, EAST NORTH PORT, NY 11731
FIPPINGER,	GRACE J. Director	31 MEADOW LANE, HICK	SVILLE, NY 11801
HEITMANN, W	ILLIAM F. Director	531 ST. NICHOLAS AVE	NUE, HAWORTH, NJ 07641
RICHARD E.	LUCEY President	420 FOWLER AVENUE, P	ELHAM MANOR, NY 10803
JAMES J. JO	RDAN Vice Presid	ent 335 MADISON AVENUE,	NEW YORK, NY 10017
PAUL H. REP	P Secretary	541 8TH STREET #2R.	BROOKLYN, NY 11215
PHILIP H. S	HERTDAN Treasurer	31 BRAMBLE LANE, RIV	ERSIDE, CT 06878
SEVENTH: Number of	of Shares authorized:		Par Value or statement that
No. of Shares 1	Class COMMON	Series	shares are without par value NO PAR VALUE
Eighth: Number of		end a del	Par Value or statement that shares are without
No. of Shares 1	Class COMMON	Series	par vajúe NO PAR VALUE
Dated JANUARY	-	NYNEX CREDIT COMPANY - (Name of Corporation) By Live A	FEIN 13.3299052
(Report must be si	ened by an officer)	Title ASSISTANT COMPTRO	LLER

*** : • • •

State of Rhode Island and Providence Plantations CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02903

NT

Corporate II	0041601		Annual Report	for the year	1990
First:	The name of the cor	poration is	NYNEX Credit Cor		
SECOND	: It is incorporated	under the laws o	DELAWARE		
Third:			is Financing Train Provide Goods and Sei		
Fourth			s principal office335.		
***************************************		•••••	NEW Y	ORK, NY	10017
Гі тн:	Business address in F	Rhode Island	NONE		
Ѕіхтн:	Names and addresses	s of its directors a		uding number, st	(Attach rider if necessary)
SEE A	ATTACHED RIDER	Director	••••••		·····
		Director		-	·····
		Director			
		President			
		Vice Pres	ident		
		•			
Seventh	: Number of Shares	authorized:			Par Value
No. of Sha	ıres	Class	Series		or statement that shares are without par value
1		COMMON			NO PAR VALUE
			PAID		
Еіднтн:	Number of Shares is	ssued:	FEB 28 188	30	Par Value
No. of Sha	res	Class	SEC!Y. OF ST	ATE	or statement that shares are without par value
1		COMMON			NO PAR VALUE
	RUARY 23	. 19 90	NYNEX CREDIT COMPANY (Name of Corporation) By	Jentus	3299052
(Re	port must be signed by an	officer)	Title ASSISTANT COMPTI	OLLER	**************

NYNEX CREDIT COMPANY
(13-3299052)
Incorporated: Delaware - September 16, 1985

NYNEX Credit Company offers a full line of financial products and services.

DIRECTORS:	BUSINESS ADDRESS:	<u>HOME ADDRESS</u> :
BLOSE, Anthony P.	1111 Westchester Avenue White Plains, NY 10604	12 Shaker Ridge Lane East North Port, NY 11731
FIPPINGER, Grace J.	335 Madison Avenue New York, NY 10017	31 Meadow Lane Hicksville, NY 11801
HEITMANN, William F.	335 Madison Avenue New York, NY 10017	531 St. Nicholas Avenue Haworth, NJ 07641
LEONG, Harvey	1113 Westchester Avenue White Plains, NY 10604	
SMART, Larry R.	335 Madison Avenue New York, NY 10017	20 Pierrepont Street, #4D Brooklyn, NY 11201

3903n0215

NYNEX CREDIT COMPANY (13-3299052)

<u>OFFICERS</u>	BUSINESS ADDRESS:	HOME ADDRESS:
Grace J. Fippinger	335 Madison Avenue	31 Meadow Lane
Chairman of the Board	New York, NY 10017	Hicksville, NY 11801
William F. Heitmann	335 Madison Avenue	531 St. Nicholas Avenue
President	New York, NY 10017	Haworth, NJ 07641
Richard E. Lucey Vice President – Marketing	335 Madison Avenue New York, NY 10017	420 Fowler Avenue Pelham Manor, NY 10803
Philip H. Sheridan Vice President - Treas. & Comptroller	335 Madison Avenue New York, NY 10017	31 Bramble Lane Riverside, CT 06878
Paul H. Repp Vice President – Gen. Counsel & Sec.	335 Madison Avenue New York, NY 10017	541 8th Street, #2R Brooklyn, NY 11215
William N. Malone	335 Madison Avenue	6 Ambler Road
Asst. Treasurer	New York, NY 10017	Westport, CT 06880
Theodore C. Wiedenman	335 Madison Avenue	l Hideaway Lane
Asst. Treasurer	New York, NY 10017	Sparta, NJ 07871
Patrick Dentico Asst. Comptroller	1111 Westchester Avenue White Plains, NY 10604	
Richard Weiss	1111 Westchester Avenu	278 W. Valley Stream Blvd.
Asst. Comptroller	White Plains, NY 10604	Valley Stream, NY 11580
Richard F. Krakowski	335 Madison Avenue	290 Mc Kinley Blvd.
Asst. Comptroller	New York, NY 10017	Paramus, NJ 07652
Robin P. Schneider	335 Madison Avenue	340 E. 80th Street, #12H
Asst. Secretary	New York, NY 10017	New York, NY 10021

State of Rhode Island and Providence Plantations CORPORATIONS DIVISION 270 WESTMINSTER MALL PROVIDENCE, RHODE ISLAND 02903

orporate ID41601		Annual Report for the	ne year1989
FIRST: The name of the corporation isNXNE			
SECOND: It is incorp	orated under the laws o	fDELAWARE	
		isFINANCING TRANSACTIONS. E. GOODS AND SERVICES.	
		ts principal office335MADISON.	
		NEW YORK NY	1.0017
FIFTH: Business addr		NONE	
SIXTH: Names and a	ddresses of its directors a		(Attach rider if necess
	Director		
SEE ATTACHED RID	ER Director		
	Director		
	President		
	Vice Pres	sident	
	•		
		r	
SEVENTH: Number of	Shares authorized:		Par Value or statement that shares are without
No. of Shares	Class	Series	par value
1	COMMON	OAID	NO PAR VALUE
E N 1 66	N1	PAID	
EIGHTH: Number of S	Shares issued:	MAR 2 1989	Par Value or statement that shares are without
1	Class COMMON	SECY OFSTATE	par value NO PAR VALUE
ed FEBRUARY 2/,		NYNEX CREDIT COMPANY (F. (Name of Corporation)	EID#13.3299052)
(Report must be sign	- 1 h	Title ASSISTANT COMPTROLLI	ulud

NYNEX CREDIT COMPANY (13-3299052)

Incorporated: Delaware - September 16, 1985

NYNEX Credit Company offers a full line of financial products and services to the NYNEX subsidiaries and their customers.

DIRECTORS:	BUSINESS ADDRESS:	HOME ADDRESS:
BLOSE, Anthony P.	441 Ninth Avenue New York, NY 10001	12 Shaker Ridge Lane East North Port, NY 11731
DAVIS, Brian P.	70 West Red Oak Lane White Plains, NY 10604	65 Madison Road Scarsdale, NY 10583
FIPPINGER, Grace J.	335 Madison Avenue New York, NY 10017	31 Meadow Lane Hicksville, NY 11801
HEITMANN, William F.	335 Madison Avenue New York, NY 10017	531 St. Nicholas Avenue Haworth, NJ 07641
LEONG, Harvey	400 Westchester Avenue White Plains, NY 10604	16 Hermit Lane Westport, CT 06880
SMART, Larry R.	335 Madison Avenue New York, NY 10017	20 Pierrepont Street, #4D Brooklyn, NY 11201

(NOTE: The term of a director continues until the following circumstances occur: (i) successor is elected and qualified; (ii) attains the age of 70; (iii) romoval by death or resignation; and (iv) no longer active in the business in which he or she was involved at the time of election.)

3903n8812

NYNEX CREDIT COMPANY (13-3299052)

	OFFICERS	BUSINESS ADDRESS:	HOME ADDRESS:
•	Grace J. Fippinger	335 Madison Avenue	31 Meadow Lane
	Chairman of the Board	New York, NY 10017	Hicksville, NY 11801
	William F. Heitmann	335 Madison Avenue	531 St. Nicholas Avenue
	President	New York, NY 10017	Haworth, NJ 07641
•	Richard E. Lucey Vice President — Marketing	335 Madison Avenue New York, NY 10017	
•	Philip H. Sheridan Vice President – Treas. & Comptroller	335 Madison Avenue New York, NY 10017	31 Bramble Lane Riverside, CT 06878
•	Mirijana Kocho	335 Madison Avenue	107 Bedford Road
	Secretary	New York, NY 10017	Pleasantville, NY 10570
	Willim N. Malone	335 Madison Avenue	6 Ambler Road
	Asst. Treasurer	New York, NY 10017	Westport, CT 06880
(Theodore C. Wiedenman	335 Madison Avenue	1 Hideaway Lane
	Asst. Treasurer	New York, NY 10017	Sparta, NJ 07871
•	Patrick Dentico	1111 Westchester Avenue	1720 Mayflower Avenue
	Asst. Comptroller	White Plains, NY 10604	Bronx, NY 10461
•	Richard Weiss	1111 Westchester Avenu	278 W. Valley Stream Blvd.
	Asst. Comptroller	White Plains, NY 10604	Valley Stream, NY 11580
۰	Lawrence Massimine	335 Madison Avenue	4 Denise Court
	Asst. Comptroller	New York, NY 10017	Somerset, NJ 08873
	Susan L. Poland	335 Madison Avenue	200 E. 82nd Street, #14J
	Asst. Secretary	New York, NY 10017	New York, 10028

State of Rhode Island and Frovidence Flantations CORPORATIONS DIVISION 270 WESTMINSTER MALL PROVIDENCE. RHODE ISLAND 02903

Corporate ID	601	Annual Report for the y	rear 1987 / 9 9
FIRST: The name of	of the corporation is	CREDIT COMPANY	
SECOND: It is inco	rporated under the laws of	LAW ARE	
	of business, briefly stated, is		N asmen
	CIDIANES OF NYNEX C		
		:	•,
FOURTH: If foreign	corporation, address of its prin	cipal office 335 MADISON	AVENUE
•••••	······································	NEW YORK,	NY 10017
•	dress in Rhode Island	,	
Sixth: Names and	addresses of its directors and of	fficers: Address (including numb	(Attach rider if necessary)
	Director		• •
	2062. Director	,	
•••••	Director		***************************************
•••••	President		
·	Vice President	***************************************	***************************************
	Secretary		
/	Treasurer	***************************************	******
Seventh: Number	of Shares authorized:		Par Value or statement that shares are without
No. of Shares	Class	Series	par value
/	COMMON	NO	No PAR VALUE
Еіднтн: Number o	f Shares issued:	PAID OR 10 1988 CY. OF Series	Par Value or statement that
No. of Shares	r, n Class	OF Series	shares are without par value
/	COMMON SE	C.A.	No PAR VALUE
Dated Tessuary	29, 19 <i>88</i> (Nar	NYNEX CREDIT COMPANY (ne of Corporation)	T.E. 10. # 13.3299052)
	Ву	Patrick Deuter	<u>) </u>
(Report must be si	igned by an officer) Title	ASST COMPTROUGR	••••••

NYNEX CREDIT COMPANY FED I.D. 13-3299052

(Note: The term of a director continues until the following circumstances occur: (i) successor is elected and qualified, (ii) attains the age of 70, (iii) removal by death or resignation and (iv) no longer active in the business in which he or she was involved at the time of election.)

DIRECTORS

Anthony P. Blose

Brian P. Davis

Grace J. Fippinger

William F. Heitmann

Harvey Leong

Larry R. Smart

ADDRESS

441 Ninth Avenue New York, New York 10001

70 West Red Oak Lane White Plains, New York 10604

335 Madison Avenue New York, New York 10017

335 Madison Avenue New York, New York 10017

400 Westchester Avenue White Plains, New York 10604

335 Madison Avenue New York, New York 10017

NYNEX CREDIT COMPANY FED I.D. 13-3299052

OFFICERS

Grace J. Fippinger	335 Madison Avenue
Chairman of the Board	New York, New York 10017
William F. Heitmann	335 Madison Avenue
President	New York, New York 10017
Richard E. Lucey	335 Madison Avenue
Vice President - Marketing	New York, New York 10017
Philip H. Sheridan Vice President, Treasury and Comptroller	335 Madison Avenue New York, New York 10017
Mirijana Kocho Vice President, Secretary and General Counsel	335 Madison Avenue New York, New York 10017
Willim N. Malone	335 Madison Avenue
Assistant Treasurer	New York, New York 10017
Theodore C. Wiedenman	335 Madison Avenue
Assistant Treasurer	New York, New York 10017
Patrick Dentico Assistant Comptroller	1111 Westchester Avenue Room 1121 White Plains, New York 10604
William J. Greene, Jr. Assistant Comptroller	1111 Westchester Avenue Room 1118 White Plains, New York 10604
Richard Weiss Assistant Comptroller	1111 Westchester Avenu Room 1125 White Plains, New York 10604
Lawrence J. Massimine	335 Madison Avenue
Assistant Comptroller	New York, New York 10017
Susan L. Poland	335 Madison Avenue
Assistant Secretary	New York, New York 10017