



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 2005

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

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 41601		2. Name of Corporation Beli Atlantic Credit Corporation		
3. Street Address-Principal Business Office 245 Park Ave., 40 th Floor		City New York	State NY	Zip 10167
4. Business Phone No. 212/557-4799		5. State of Incorporation DELAWARE		6. SIC Code 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 Paul H. Repp		Vice President Name Richard F. Krakowski		
Street Address 245 Park Ave., 40 th Floor		Street Address 245 Park Ave., 40 th Floor		
City NY	State NY	Zip 10167	City NY	State NY
Secretary Name Jane A. Schapker		Treasurer Name Janet M. Garrity		
Street Address 1095 Ave. of the Americas		Street Address 3900 Washington St. 2nd Floor		
City NY	State NY	Zip 10036	City Wilmington	State DE
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS				
Director Name Paul H. Repp		Director Name James J. Jordan		
Street Address 245 Park Ave., 40 th Floor		Street Address 245 Park Ave., 40 th Floor		
City NY	State NY	Zip 10167	City NY	State NY
Director Name Peter D. Rutherford		Director Name Audrey E. Prashker		
Street Address 245 Park Ave., 40 th Floor		Street Address 245 Park Ave., 40 th Floor		
City NY	State NY	Zip 10167	City NY	State NY
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
1 COMM 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



41601

File Date	2.22.05
Check No.	7729
By:	<i>[Signature]</i>
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.

Richard Krakowski 2/18/05
Signature of Officer Date
Richard KRAKOWSKI
Print or Type Name of Officer
Senior V.P. - CFO
Title of Officer



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. 41601		2. Name of Corporation Bell Atlantic Credit Corporation		
3. Street Address Principal Business Office 245 Park Ave., 40th FL		City New York	State NY	Zip 10167
4. Business Phone No. 212-557-4799		5. State of Incorporation DELAWARE		6. SIC Code 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 Paul H. Repp		Vice President Name Richard F. Krakowski		
Street Address 245 Park Ave., 40th FL		Street Address 245 Park Ave., 40th FL		
City New York	State NY	Zip 10167	City New York	State NY
Secretary Name Robert W. Erb		Treasurer Name Janet M. Garrity		
Street Address 1095 Avenue of the Americas		Street Address 3900 Washington St., 2nd FL		
City New York	State NY	Zip 10036	City Wilmington	State DE
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS				
Director Name Paul H. Repp		Director Name William F. Heitmann		
Street Address 245 Park Ave., 40th FL		Street Address 1095 Avenue of the Americas		
City New York	State NY	Zip 10167	City New York	State NY
Director Name Philip Seskin		Director Name		
Street Address 1095 Avenue of the Americas		Street Address		
City New York	State NY	Zip 10036	City	State
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
1 COMM 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



* 4 1 6 0 1 *

File Date **2.27.04**
Check No. **6642**
By: **llp**

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.

Richard Krakowski **2/12/04**
Signature of Officer Date
Richard F. Krakowski
Print or Type Name of Officer
Sr. VP + CFO
Title of Officer



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

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

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No.

41601

2. Name of Corporation

VERIZON CAPITAL CORP.

3. Street Address Principal Business Office

245 PARK AVENUE - 40TH FLOOR

City

NEW YORK

State

NY

Zip

10167

4. Business Phone No.

(212) 557-4799

5. State of Incorporation

DELAWARE

6. SIC Code

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

Vice President Name

ROBERT J. BURDEN

Street Address

245 PARK AVENUE - 40TH FLOOR

Street Address

245 PARK AVENUE - 40TH FLOOR

City

NEW YORK

State

NY

Zip

10167

City

NEW YORK

State

NY

Zip

10167

Secretary Name

ROBERT W. ERB

Treasurer Name

JANET M. GARRITY

Street Address

1095 AVENUE OF THE AMERICAS

Street Address

3900 WASHINGTON STREET, 2ND FLOOR

City

NEW YORK

State

NY

Zip

10036

City

WILMINGTON

State

DE

Zip

19802

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

Director Name

ANDREW COTICCHIO

Director Name

VICTOR GOMPERTS

Street Address

245 PARK AVENUE - 40TH FLOOR

Street Address

1095 AVENUE OF THE AMERICAS

City

NEW YORK

State

NY

Zip

10167

City

NEW YORK

State

NY

Zip

10036

Director Name

WILLIAM HEITMANN

Director Name

PHILIP SESKIN

Street Address

1095 AVENUE OF THE AMERICAS

Street Address

1095 AVENUE OF THE AMERICAS

City

NEW YORK

State

NY

Zip

10036

City

NEW YORK

State

NY

Zip

10036

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

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

1 COMM NO PAR VALUE

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

ISSUED SHARES

Number of Shares

Class/Series

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



* 4 1 6 0 1 *

3.20.03

File Date: _____

Check No.: 0531

By: _____

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 Officer

ROBERT J. BURDEN

Print or Type Name of Officer

VICE PRESIDENT - TAXES

Title of Officer

5

Date

3/14/03



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

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

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID No. **41601** 2. Name of Corporation **Verizon Capital Corp.**
3. Street Address Principal Business Office **245 PARK AVENUE - 40TH FLR.** City **NEW YORK** State **NY** Zip **10167**
4. Business Phone No. **(212) 557-4799** 5. State of Incorporation **DELAWARE** 6. SIC Code **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 245 PARK AVENUE - 40TH FLR. City NEW YORK State NY Zip 10167 Secretary Name MARVA M. LEVINE Street Address 245 PARK AVENUE - 40TH FLR. City NEW YORK State NY Zip 10167	Vice President Name PETER RUTHERFORD Street Address 245 PARK AVENUE - 40TH FLR. City NEW YORK State NY Zip 10167 Treasurer Name VICKI M. LINKOVICH Street Address 201 NO. FRANKLIN STREET - SUITE 1800 City TAMPA State FL. Zip 33602
---	--

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 FLR. City NEW YORK State NY Zip 10167 Director Name WILLIAM HEITMANN Street Address 1095 AVENUE OF THE AMERICAS City NEW YORK State NY Zip 10036	Director Name VICTOR GOMPERTS Street Address 1095 AVENUE OF THE AMERICAS City NEW YORK State NY Zip 10036 Director Name PHILIP SESKIN Street Address 1095 AVENUE OF THE AMERICAS City NEW YORK State NY Zip 10036
--	--

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

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
1 COMM NO PAR VALUE	COMMON	NO PAR VALUE

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

ISSUED SHARES

Number of Shares	Class/Series	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



* 4 1 6 0 1 *

File Date: 3-1-02

Check No.: 4304

By: [Signature]

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] 2/28/02
Signature of Officer Date

VICKI M. LINKOVICH
Print or Type Name of Officer

VP - TREASURER & COMPTROLLER
Title of Officer

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Company Directory
Active Company

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

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 TYPED IN BLACK)

1. Corporate ID No. **41601** 2. Name of Corporation **Bell Atlantic Credit Corporation**

3. Street Address Principal Business Office **245 Park Ave. 40th Fl.** City **New York** State **Ny** Zip **10167**

4. Business Phone No. **212-557-4799** 5. State of Incorporation **DELAWARE**

6. SIC Code **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 **245 Park Ave. 40th Fl.**
City **New York** State **Ny** Zip **10167**

Vice President Name **Peter Rutheford**
Street Address **245 Park Ave. 40th Fl.**
City **New York** State **Ny** Zip **10167**

Secretary Name **Michael Flynn**
Street Address **245 Park Ave. 40th Fl.**
City **New York** State **Ny** Zip **10167**

Treasurer Name **Richard Krakowski**
Street Address **245 Park Ave. 40th Fl.**
City **New York** State **Ny** Zip **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 Ave. 40th Fl.**
City **New York** State **Ny** Zip **10167**

Director Name **Victor Gomperts**
Street Address **1095 Ave. of the Americas**
City **New York** State **Ny** Zip **10167**

Director Name **William Heitmann**
Street Address **1095 Ave. of the Americas**
City **New York** State **Ny** Zip **10167**

Director Name **Melvin Mestlin**
Street Address **1095 Avenue of the Americas**
City **New York** State **Ny** Zip **10167**

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

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
One	Common	NO par value

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

ISSUED SHARES

Number of Shares	Class/Series	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.



* 4 1 6 0 1 *

File Date: **2/23/01**

Check No.: **3023**

By: **[Signature]**

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.

Richard Krakowski **2/14/01**
Signature of Officer Date

Richard Krakowski
Print or Type Name of Officer

VP-Treasurer
Title of Officer



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

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)

1. Corporate ID No. **41601** 2. Name of Corporation **Bell Atlantic Credit Corporation**
3. Street Address Principal Business Office
245 Park Avenue 40th Floor New York NY 10167
4. Business Phone No. **(212) 557-4799** 5. State of Incorporation **DELAWARE** 6. SIC Code **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 **William Hettmann** Vice President Name **Peter Rutherford**
Street Address **245 Park Avenue 40th Floor** Street Address **245 Park Avenue 40th Floor**
City **New York NY 10167** City **New York NY 10167**
Secretary Name **Michael Flynn** Treasurer Name **Richard Krakowski**
Street Address **245 Park Avenue 40th Floor** Street Address **245 Park Avenue 40th Floor**
City **New York NY 10167** City **New York NY 10167**

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

Director Name **Robert Burden** Director Name **Peter Rutherford**
Street Address **245 Park Avenue 40th Floor** Street Address **245 Park Avenue 40th Floor**
City **New York NY 10167** City **New York NY 10167**
Director Name **Michael Flynn** Director Name **James Jordan**
Street Address **245 Park Avenue 40th Floor** Street Address **245 Park Avenue 40th Floor**
City **New York NY 10167** City **New York NY 10167**

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

AUTHORIZED SHARES

Number of Shares Class/Series Par Value

ONE Common par

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

ISSUED SHARES

Number of Shares Class/Series 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



* 4 1 6 0 1 *

File Date: **3/3/00**

Check No.: **1729**

By: **[Signature]**

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] **2/29/00**
Signature of Officer Date

Robert J Burden
Print or Type Name of Officer

Assist. comptroller
Title of Officer



AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

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

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID No. 41601 2. Name of Corporation Bell Atlantic Credit Corporation
3. Street Address Principal Business Office 245 Park Avenue - 40th Floor City New York State NY Zip 10167
4. Business Phone No. 212-557-4799 5. State of Incorporation Delaware 6. SIC Code 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)

President Name William F. Hertmann
Street Address 1095 Avenue of Americas
City New York State NY Zip 10036
Secretary Name Michael D. Flynn
Street Address 245 Park Avenue - 40th Floor
City New York State NY Zip 10167

Vice President Name James J. Jordan
Street Address 245 Park Avenue - 40th Floor
City New York State NY Zip 10167
Treasurer Name Richard F. Krakowski
Street Address 245 Park Avenue - 40th Floor
City New York State NY Zip 10167

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

Director Name William F. Hertmann
Street Address 1095 Avenue of Americas
City New York State NY Zip 10036
Director Name Victor Gomperts
Street Address 1095 Avenue of Americas
City NY State NY Zip 10036

Director Name Mel Meskin
Street Address 1095 Avenue of Americas
City New York State NY Zip 10036
Director Name Frederic Salerno
Street Address 1095 Avenue of Americas
City New York State NY Zip 10036

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

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
<u>1</u>	<u>Common</u>	<u>No Par</u>

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

ISSUED SHARES

Number of Shares	Class/Series	Par Value
<u>1</u>	<u>Common</u>	<u>No Par</u>

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

File Date: 04-05-01
189
Check No.: JO
By: _____

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.

Richard Krakowski 3/31/99
Signature of Officer Date
Richard Krakowski 3/31/99
Print or Type Name of Officer
Vice President Treasury + Controller
Title of Officer

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



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

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.

41601

2. Name of Corporation

Bell Atlantic Credit Corporation

3. Street Address Principal Business Office

200 PARK AVENUE, 33RD FLOOR

City

NEW YORK

State

NY

Zip

10166

4. Business Phone No.

212-499-3700

5. State of Incorporation

DELAWARE

6. SIC Code

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

Thomas J. Cowey

Vice President Name

Peter D. Rutherford

Street Address

200 PARK AVENUE

Street Address

200 PARK AVENUE

City

NEW YORK

State

NY

Zip

10166

City

NEW YORK

State

NY

Zip

10166

Secretary Name

Michael D. Flynn

Treasurer Name

Richard F. Krakowski

Street Address

200 PARK AVENUE

Street Address

200 PARK AVENUE

City

NEW YORK

State

NY

Zip

10166

City

NEW YORK

State

NY

Zip

10166

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

Director Name

William F. Heitmann

Director Name

Frederic V. Salerno

Street Address

1095 Avenue of the Americas

Street Address

1095 Avenue of the Americas

City

New York

State

NY

Zip

10036

City

New York

State

NY

Zip

10036

Director Name

Victor Gomperts

Director Name

Mel Meskin

Street Address

1095 Avenue of the Americas

Street Address

1095 Avenue of the Americas

City

New York

State

NY

Zip

10036

City

New York

State

NY

Zip

10036

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

AUTHORIZED SHARES

Number of Shares

1

Class/Series

Common

Par Value

No Par

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

ISSUED SHARES

Number of Shares

1

Class/Series

Common

Par Value

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: 2/23/98

Check No.: 904102

By: [Signature]

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.

Richard Krakowski 2/18/98

Signature of Officer

Date

Richard F. Krakowski

Print or Type Name of Officer

V.P. Treasurer and Comptroller

Title of Officer

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

FEIN: 13-3299052

STATEMENT #1

OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
<u>Page 1, Lines 8&9</u>		
Thomas J. Cowey	President	200 Park Avenue-33rd Floor New York, NY 10166
James J. Jordan	V.P.-Investments	200 Park Avenue -33rd Floor New York, NY 10166
Michael D. Flynn	V.P.-General Counsel & Secretary	200 Park Avenue-33rd Floor New York, NY 10166
Richard F. Krakowski	V.P.-Treasurer & Comptroller	200 Park Avenue-33rd Floor New York, NY 10166
Peter D. Rutherford	V.P.-Investments	200 Park Avenue-33rd Floor New York, NY 10166
Gregory L. Borges	V.P.-Investments	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
Mel Meskin	Director	1095 Avenue of the Americas New York, NY 10036
Frederic V. Salerno	Director	1095 Avenue of the Americas New York, NY 10036



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

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. 41601		2. Name of Corporation NYNEX Credit Company	
3. Street Address Principal Business Office 1095 Avenue of the Americas - Room 3142		City New York	State NY
4. Business Phone No. 212-499-3700		5. State of Incorporation DELAWARE	
6. SIC Code 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) ☒			
President Name Richard E. Lucey		Vice President Name Peter D. Rutherford	
Street Address 200 Park Avenue		Street Address 200 Park Avenue	
City New York	State NY	City New York	State NY
Zip 10166		Zip 10166	
Secretary Name Michael D. Flynn		Treasurer Name Richard F. Krakowski	
Street Address 200 Park Avenue		Street Address 200 Park Avenue	
City New York	State NY	City New York	State NY
Zip 10166		Zip 10166	
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ☒			
Director Name Colson P. Turner		Director Name Frederic V. Salerno	
Street Address 1095 Avenue of Americas		Street Address 1095 Avenue of Americas	
City New York	State NY	City New York	State NY
Zip 10036		Zip 10036	
Director Name Victor Comperts		Director Name Mel Meskin	
Street Address 1095 Avenue of Americas		Street Address 1095 Avenue of Americas	
City New York	State NY	City New York	State NY
Zip 10036		Zip 10036	
10. SHARES AUTHORIZED AND ISSUED ("X" BOX FOR ATTACHMENT) ☒			
AUTHORIZED SHARES		ISSUED SHARES	
Number of Shares	Class/Series	Number of Shares	Class/Series
1	Common	1	Common
	No Par		No Par

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

File Date: 2/28/97
Check No.: 903870 A
By: [Signature]
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 Officer: Richard F. Krakowski Date: 2/20/97
Print or Type Name of Officer: Richard F. Krakowski
Title 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:

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
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

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



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

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO.

2. NAME OF CORPORATION

41601 NYNEX CREDIT COMPANY

3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE

CITY

STATE

ZIP CODE

1111 WESTCHESTER AVENUE

WHITE PLAINS

NY

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

8. NAMES AND ADDRESSES OF THE OFFICERS

PRESIDENT NAME

RICHARD E LUCEY

STREET ADDRESS

200 PARK AVENUE

CITY

STATE

ZIP CODE

NEW YORK

NY

10166

VICE PRESIDENT NAME

Peter D. Rutherford

STREET ADDRESS

200 PARK AVENUE

CITY

STATE

ZIP CODE

NEW YORK

NY

10166

SECRETARY NAME

MICHAEL D FLYNN

STREET ADDRESS

200 PARK AVENUE

CITY

STATE

ZIP CODE

NEW YORK

NY

10166

TREASURER NAME

RICHARD F KRAKOWSKI

STREET ADDRESS

200 PARK AVENUE

CITY

STATE

ZIP CODE

NEW YORK

NY

10166

9. NAMES AND ADDRESSES OF THE DIRECTORS

DIRECTOR NAME

VICTOR S GOMPERTS

STREET ADDRESS

1111 WESTCHESTER AVENUE

CITY

STATE

ZIP CODE

WHITE PLAINS

NY

10604

DIRECTOR NAME

PETER M CICCONE

STREET ADDRESS

1113 WESTCHESTER AVENUE

CITY

STATE

ZIP CODE

WHITE PLAINS

NY

10604

DIRECTOR NAME

COLSON P TURNER

STREET ADDRESS

1113 WESTCHESTER AVENUE

CITY

STATE

ZIP CODE

WHITE PLAINS

NY

10604

DIRECTOR NAME

RICHARD E LUCEY

STREET ADDRESS

200 PARK AVENUE

CITY

STATE

ZIP CODE

NEW YORK

NY

10166

10. SHARES AUTHORIZED AND ISSUED

NUMBER OF SHARES

AUTHORIZED SHARES

CLASS / SERIES

PAR VALUE

NUMBER OF SHARES

ISSUED 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

File Date:

6/5/96

Check No:

9010003754C

By:

CC

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.

Richard Krakowski
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

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.

Corporate ID: 0041601 Annual Report for the year: 1995

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

NEW 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 WESTMINSTER STREET

PROVIDENCE, RI 02903

Phone: ()

Business Entity is (check one):

☒ Business Corporation (See RIGL Chapter 7-1.1)

☐ Professional Service Corporation (See RIGL Chapter 7-5.1)

Brief statement of the character of business conducted in Rhode Island:

OFFERS CREATIVE FINANCIAL PRODUCTS &
SERVICES TO BUSINESS CUSTOMERS.

THE NAMES OF THE OFFICERS ARE:

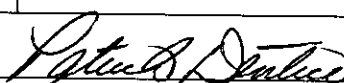
	STREET ADDRESS	CITY/STATE	ZIP CODE
PRESIDENT <u>RICHARD E. LUCEY</u>	<u>200 PARK AVENUE, NEW YORK, NY</u>	<u>10166</u>	
VICE PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
ASST. COMPTROLLER <u>PATRICK DENTICO</u>	<u>1111 WESTCHESTER AVENUE, WHITE PLAINS, NY</u>	<u>10604</u>	
SECRETARY	STREET ADDRESS	CITY/STATE	ZIP CODE
<u>MICHAEL D. FLYNN</u>	<u>200 PARK AVENUE, NEW YORK, NY</u>	<u>10166</u>	
TREASURER	STREET ADDRESS	CITY/STATE	ZIP CODE

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
<u>RICHARD E. LUCEY</u>	<u>200 PARK AVENUE, NEW YORK, NY</u>	<u>10166</u>	
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

NUMBER OF SHARES AUTHORIZED (Rider may be attached)		NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)	
Number of Shares <u>1</u>	Class / Series <u>COMMON</u>	Number of Shares <u>1</u>	Class / Series <u>COMMON</u>

Date FEBRUARY 17, 19 95

By: 

PATRICK DENTICO

PRINT OR TYPE NAME OF OFFICER SIGNING

TITLE OF OFFICER SIGNING

DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

CT CORPORATION SYSTEM
123 DYER STREET
PROVIDENCE RI 02903

11615X

Filing Fee \$50.00
Payable to:
Secretary of State

PLEASE TYPE or PRINT
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

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

Corporate ID: 0041601 Annual Report for the year: 1994

Name of Business Entity: NYNEX Credit Company

Business entity organized under the laws of the State of: DELAWARE

Federal Taxpayer Identification Number: [REDACTED]

For foreign entity, address and telephone number of principal office:

335 MADISON AVENUE
NEW YORK, NY 10017

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 WESTMINSTER STREET
PROVIDENCE, RI 02903

Phone: ()

Business Entity is (check one):

- ☒ Business Corporation (See RIGL Chapter 7-1.1)
☐ Professional Service Corporation (See RIGL Chapter 7-5.1)
☐ Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:

PATRICK DENTICO
ASST. COMPTROLLER
1111 WESTCHESTER AVENUE, ROOM 1121
WHITE PLAINS, NY 10604

Brief statement of the character of business conducted in Rhode Island:

OFFERS CREATIVE FINANCIAL PRODUCTS
& SERVICES TO BUSINESS CUSTOMERS.

Date of Organization: _____

Date of Qualification to do business in Rhode Island (if foreign entity): 1/20/87 CS

THE NAMES OF THE OFFICERS ARE:

	STREET ADDRESS	CITY/STATE	ZIP CODE
☐ CHIEF EXECUTIVE OFFICER OR ☒ PRESIDENT (Check One)	<u>RICHARD E. LUCRY, 335 MADISON AVENUE, NEW YORK, NY 10017</u>		
☐ CHIEF OPERATING OFFICER OR ☐ VICE PRESIDENT (Check One)			
☒ ASST. COMPTROLLER	<u>PATRICK DENTICO, 1111 WESTCHESTER AVENUE, WHITE PLAINS, NY 10604</u>		
☐ CUSTODIAN OF RECORDS OR ☒ SECRETARY (Check One)	<u>MICHAEL D. FLYNN, 335 MADISON AVENUE, NEW YORK, NY 10017</u>		
☐ CHIEF FINANCIAL OFFICER OR ☒ TREASURER (Check One)	<u>PHILIP H. SHERIDAN, 335 MADISON AVENUE, NEW YORK, NY 10017</u>		

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
	<u>BLACKBURN, RICHARD W., 1113 WESTCHESTER AVENUE, WHITE PLAINS, NY 10604</u>		

NUMBER OF SHARES AUTHORIZED (If Applicable)

NUMBER 1

CLASS COMMON

SERIES

PAR VALUE OR NO PAR VALUE
WITHOUT PAR

NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)

NUMBER 1

CLASS COMMON

SERIES

PAR VALUE OR NO PAR VALUE
WITHOUT PAR

Date FEBRUARY 7, 19 94

By: Patrick Dentico

PATRICK DENTICO

PRINT OR TYPE NAME OF OFFICER SIGNING

ASST. COMPTROLLER

TITLE OF OFFICER SIGNING

By: CS 10/10/21

Form 31 1/94

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

CT CORPORATION SYSTEM
125 DYER STREET
PROVIDENCE RI 02903

Filing Fee \$50.00

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 ID.....0041601..... Annual Report for the year.....1993.....

FIRST: The name of the corporation is.....NYNEX Credit Company.....

SECOND: It is incorporated under the laws of.....DELAWARE.....

THIRD: Character of business, briefly stated, is.....OFFERS CREATIVE FINANCIAL PRODUCTS
& SERVICES TO BUSINESS CUSTOMERS.....

FOURTH: If foreign corporation, address of its principal office.....335 MADISON AVENUE
NEW YORK, N.Y. 10017.....

FIFTH: Business address in Rhode Island.....111 WESTMINSTER STREET
PROVIDENCE, RI 02903.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
BLACKBURN, RICHARD W.	Director	1139 SPRUCE DRIVE, MOUNTAIN SIDE, NJ 07092
HEITMANN, WILLIAM F.	Director	335 MADISON AVE., NEW YORK, NY 10017
LUCEY, RICHARD E.	Director	335 MADISON AVE., NEW YORK, NY 10017
LUCEY, RICHARD E.	President	335 MADISON AVE., NEW YORK, NY 10017
JORDAN, JAMES J.	Vice President	335 MADISON AVE., NEW YORK, NY 10017
REPP, PAUL H.	Secretary	335 MADISON AVE., NEW YORK, NY 10017
SHERIDAN, PHILIP H.	Treasurer	335 MADISON AVE., NEW YORK, NY 10017

SEVENTH: Number of Shares authorized:

No. of Shares	Class
1	Common

PAID Series

PER 01 1993

Par Value
or statement that
shares are without
par value

NO PAR VALUE

EIGHTH: Number of Shares issued:

No. of Shares	Class
1	Common

SECY OF STATE

Par Value
or statement that
shares are without
par value

NO PAR VALUE

Dated.....FEB. 25..... 19 92.....

NYNEX CREDIT COMPANY
(Name of Corporation)

By.....Richard Wain.....

(Report must be signed by an officer)

Title.....ASST. COMPTROLLER.....

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 Avenue 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:

- (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.

SEND YOUR UPDATES TO:

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

3903n1292

NYNEX CREDIT COMPANY
13-3299052

OFFICERS:

BUSINESS ADDRESS:

HOME ADDRESS:

Richard E. Lucey
President
[REDACTED]

335 Madison Avenue
New York, NY 10017

420 Fowler Avenue
Pelham Manor, NY 10803

James J. Jordan
Vice President -
Marketing
[REDACTED]

335 Madison Avenue
New York, NY 10017

125 Holmes Avenue
Darien, CT 06820

Paul H. Repp
Vice President - G.C.
& Secretary
[REDACTED]

335 Madison Avenue
New York, NY 10017

207 E. 74th Street #10E
New York, NY 10021

Phillip H. Sheridan
Vice President -
Compt. & Treasurer
[REDACTED]

335 Madison Avenue
New York, NY 10017

31 Bramble Lane
Riverside, CT 06878

Patrick Dentico
Asst. Comptroller
[REDACTED]

1111 Westchester Avenue
White Plains, NY 10604

1720 Mayflower Avenue
Bronx, NY 10461

Richard F. Krakowski
Asst. Comptroller
[REDACTED]

335 Madison Avenue
New York, NY 10017

290 Mc Kinley Blvd.
Paramus, NJ 07652

Richard Weiss
Asst. Comptroller
[REDACTED]

1111 Westchester Avenue
White Plains, NY 10604

278 W. Valley Stream Blvd.
Valley Stream, NY 11580

George M. Leing
Asst. Secretary
[REDACTED]

335 Madison Avenue
New York, NY 10017

63 Indian Field Road
Greenwich, CT 06830

Marva M. Levine
Asst. Secretary
[REDACTED]

335 Madison Avenue
New York, NY 10017

40 West 71st Street
New York, NY 10023

Joseph A. Tomitz
Asst. Treasurer
[REDACTED]

335 Madison Avenue
New York, NY 10017

2966 Huntington Court
Wantagh, NY 11793

Filing Fee \$50.00

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

MAC

Corporate ID.....0041501..... Annual Report for the year ...1992

FIRST: The name of the corporation is.....NYNEX Credit Company.....

SECOND: It is incorporated under the laws of.....DELAWARE.....

THIRD: Character of business, briefly stated, is.....OFFERS CREATIVE FINANCIAL PRODUCTS & SERVICES
.....TO BUSINESS CUSTOMERS.....

FOURTH: If foreign corporation, address of its principal office.....335 MADISON AVENUE
.....NEW YORK, NY 10017.....

FIFTH: Business address in Rhode Island.....111 WESTMINSTER STREET
.....PROVIDENCE, RI 02903.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
.....ABRAMS, BARRY S.....	Director	21 PENN PLAZA, NEW YORK, NY 10001.....
.....BLOSE, ANTHONY P.....	Director	1111 WESTCHESTER AVENUE, WHITE PLAINS, NY 10604.....
.....HEITMANN, WILLIAM F.....	Director	335 MADISON AVENUE, NEW YORK, NY 10017.....
.....RICHARD E. LUKEY.....	President	335 MADISON AVENUE, NEW YORK, NY 10017.....
.....JAMES J. JORDAN.....	Vice President	335 MADISON AVENUE, NEW YORK, NY 10017.....
.....PAUL H. REPP.....	Secretary	335 MADISON AVENUE, NEW YORK, NY 10017.....
.....PHILIP H. SHERIDAN.....	Treasurer	335 MADISON AVENUE, NEW YORK, NY 10017.....

SEVENTH: Number of Shares authorized:

No. of Shares
1

Class
COMMON

Series
paid

Par Value
or statement that
shares are without
par value
NO PAR VALUE

EIGHTH: Number of Shares issued:

No. of Shares
1

Class
COMMON

Series

Par Value
or statement that
shares are without
par value
NO PAR VALUE

Dated.....DEC.....29..... 19 91.....

.....NYNEX CREDIT COMPANY.....
(Name of Corporation)

By.....*Arthur B. Santos*.....

(Report must be signed by an officer)

Title.....ASST. COMPTROLLER.....

Filing Fee
\$50.00

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0041601 Annual Report for the year 1991

FIRST: The name of the corporation is NYNEX CREDIT COMPANY

SECOND: It is incorporated under the laws of DELAWARE

THIRD: Character of business, briefly stated, is OFFERS CREATIVE FINANCIAL PRODUCTS
AND SERVICES TO BUSINESS CUSTOMERS.

FOURTH: If foreign corporation, address of its principal office 335 MADISON AVENUE
NEW YORK, NY 10017

FIFTH: Business address in Rhode Island NONE

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>BLOSE, ANTHONY P.</u>	Director	<u>12 SHAKER RIDGE LANE, EAST NORTH PORT, NY 11731</u>
<u>FIPPINGER, GRACE J.</u>	Director	<u>31 MEADOW LANE, HICKSVILLE, NY 11801</u>
<u>HETTMANN, WILLIAM F.</u>	Director	<u>531 ST. NICHOLAS AVENUE, HAWORTH, NJ 07641</u>
<u>RICHARD E. LUCEY</u>	President	<u>420 FOWLER AVENUE, PELHAM MANOR, NY 10803</u>
<u>JAMES J. JORDAN</u>	Vice President	<u>335 MADISON AVENUE, NEW YORK, NY 10017</u>
<u>PAUL H. REPP</u>	Secretary	<u>541 8TH STREET #2R, BROOKLYN, NY 11215</u>
<u>PHILIP H. SHERIDAN</u>	Treasurer	<u>31 BRAMBLE LANE, RIVERSIDE, CT 06878</u>

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1</u>	<u>COMMON</u>		<u>NO PAR VALUE</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1</u>	<u>COMMON</u>		<u>NO PAR VALUE</u>

Dated JANUARY 10 19 91

NYNEX CREDIT COMPANY - FEIN 13.3299052
(Name of Corporation)

By [Signature]

Title ASSISTANT COMPTROLLER

(Report must be signed by an officer)

Filing Fee \$15.00

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

AT

Corporate ID 0041501 Annual Report for the year 1990

FIRST: The name of the corporation is NYNEX Credit Company

SECOND: It is incorporated under the laws of DELAWARE

THIRD: Character of business, briefly stated, is FINANCING TRANSACTIONS IN WHICH SUB-
SIDIARIES OF NYNEX CORPORATION PROVIDE GOODS AND SERVICES.

FOURTH: If foreign corporation, address of its principal office 335 MADISON AVENUE
NEW YORK, NY 10017

FIFTH: Business address in Rhode Island NONE

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

SEE ATTACHED RIDER

Director

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

1

Class

COMMON

Series

Par Value
or statement that
shares are without
par value

NO PAR VALUE

PAID

EIGHTH: Number of Shares issued:

No. of Shares

1

Class

COMMON

Series

Par Value
or statement that
shares are without
par value

NO PAR VALUE

SECY. OF STATE

Dated FEBRUARY 23 19 90

NYNEX CREDIT COMPANY FID#13.3299052
(Name of Corporation)

By

Patrick Denton

(Report must be signed by an officer)

Title ASSISTANT COMPTROLLER

NYNEX CREDIT COMPANY

(13-3299052)

Incorporated: Delaware - September 16, 1985

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

<u>DIRECTORS:</u>	<u>BUSINESS ADDRESS:</u>	<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	16 Hermit Lane Westport, CT 06880
SMART, Larry R.	335 Madison Avenue New York, NY 10017	20 Pierrepont Street, #4D Brooklyn, NY 11201

3903n0215

NYNEX CREDIT COMPANY
(13-3299052)

OFFICERS

BUSINESS ADDRESS:

HOME ADDRESS:

Grace J. Fippinger
Chairman of the Board
[REDACTED]

335 Madison Avenue
New York, NY 10017

31 Meadow Lane
Hicksville, NY 11801

William F. Heitmann
President
[REDACTED]

335 Madison Avenue
New York, NY 10017

531 St. Nicholas Avenue
Haworth, NJ 07641

Richard E. Lucey
Vice President -
Marketing
[REDACTED]

335 Madison Avenue
New York, NY 10017

420 Fowler Avenue
Pelham Manor, NY 10803

Philip H. Sheridan
Vice President -
Treas. & Comptroller
[REDACTED]

335 Madison Avenue
New York, NY 10017

31 Bramble Lane
Riverside, CT 06878

Paul H. Repp
Vice President -
Gen. Counsel & Sec.
[REDACTED]

335 Madison Avenue
New York, NY 10017

541 8th Street, #2R
Brooklyn, NY 11215

William N. Malone
Asst. Treasurer
[REDACTED]

335 Madison Avenue
New York, NY 10017

6 Ambler Road
Westport, CT 06880

Theodore C. Wiedenman
Asst. Treasurer
[REDACTED]

335 Madison Avenue
New York, NY 10017

1 Hideaway Lane
Sparta, NJ 07871

Patrick Denticio
Asst. Comptroller
[REDACTED]

1111 Westchester Avenue
White Plains, NY 10604

1720 Mayflower Avenue
Bronx, NY 10461

Richard Weiss
Asst. Comptroller
[REDACTED]

1111 Westchester Avenue
White Plains, NY 10604

278 W. Valley Stream Blvd.
Valley Stream, NY 11580

Richard F. Krakowski
Asst. Comptroller

335 Madison Avenue
New York, NY 10017

290 Mc Kinley Blvd.
Paramus, NJ 07652

Robin P. Schneider
Asst. Secretary

335 Madison Avenue
New York, NY 10017

340 E. 80th Street, #12H
New York, NY 10021

Filing Fee \$15.00

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

SP

Corporate ID 41601 Annual Report for the year 1989

FIRST: The name of the corporation is NYNEX CREDIT COMPANY

SECOND: It is incorporated under the laws of DELAWARE

THIRD: Character of business, briefly stated, is FINANCING TRANSACTIONS IN WHICH SUBSIDIARIES
OF NYNEX CORPORATION PROVIDE GOODS AND SERVICES

FOURTH: If foreign corporation, address of its principal office 335 MADISON AVENUE
NEW YORK, NY 10017

FIFTH: Business address in Rhode Island NONE

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

SEE ATTACHED RIDER

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

1

COMMON

NO PAR VALUE

PAID

EIGHTH: Number of Shares issued:

No. of Shares

Class

SEC'Y OF STATE

Par Value
or statement that
shares are without
par value

1

COMMON

NO PAR VALUE

Dated FEBRUARY 2, 19 89

NYNEX CREDIT COMPANY (FEID#13.3299052)
(Name of Corporation)

By

John H. Dauter

(Report must be signed by an officer)

Title ASSISTANT COMPTROLLER

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.

<u>DIRECTORS:</u>	<u>BUSINESS ADDRESS:</u>	<u>HOME ADDRESS:</u>
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) 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.)

3903n8812

NYNEX CREDIT COMPANY
(13-3299052)

<u>OFFICERS</u>	<u>BUSINESS ADDRESS:</u>	<u>HOME ADDRESS:</u>
Grace J. Fippinger Chairman of the Board [REDACTED]	335 Madison Avenue New York, NY 10017	31 Meadow Lane Hicksville, NY 11801
William F. Heitmann President [REDACTED]	335 Madison Avenue New York, NY 10017	531 St. Nicholas Avenue Haworth, NJ 07641
Richard E. Lucey Vice President - Marketing [REDACTED]	335 Madison Avenue New York, NY 10017	420 Fowler Avenue Pelham Manor, NY 10803
Philip H. Sheridan Vice President - Treas. & Comptroller [REDACTED]	335 Madison Avenue New York, NY 10017	31 Bramble Lane Riverside, CT 06878
Mirijana Kocho Secretary [REDACTED]	335 Madison Avenue New York, NY 10017	107 Bedford Road Pleasantville, NY 10570
Willim N. Malone Asst. Treasurer [REDACTED]	335 Madison Avenue New York, NY 10017	6 Ambler Road Westport, CT 06880
Theodore C. Wiedenman Asst. Treasurer [REDACTED]	335 Madison Avenue New York, NY 10017	1 Hideaway Lane Sparta, NJ 07871
Patrick Dentico Asst. Comptroller [REDACTED]	1111 Westchester Avenue White Plains, NY 10604	1720 Mayflower Avenue Bronx, NY 10461
Richard Weiss Asst. Comptroller [REDACTED]	1111 Westchester Avenue White Plains, NY 10604	278 W. Valley Stream Blvd. Valley Stream, NY 11580
Lawrence Massimine Asst. Comptroller [REDACTED]	335 Madison Avenue New York, NY 10017	4 Denise Court Somerset, NJ 08873
Susan L. Poland Asst. Secretary [REDACTED]	335 Madison Avenue New York, NY 10017	200 E. 82nd Street, #14J New York, 10028

Filing Fee \$15.00

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 41601

Annual Report for the year 1987/1988

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SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

Director

SEE ATTACHED RIDER

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

1

COMMON

NO PAR VALUE

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

1

COMMON

NO PAR VALUE

Dated FEBRUARY 29, 1988

NYNEX CREDIT COMPANY (F.E.D.# 133299052)
(Name of Corporation)

By Patrick L. Dauter

Title ASST. COMPTROLLER

(Report must be signed by an officer)

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.)

<u>DIRECTORS</u>	<u>ADDRESS</u>
Anthony P. Blose	441 Ninth Avenue New York, New York 10001
Brian P. Davis	70 West Red Oak Lane White Plains, New York 10604
Grace J. Fippinger	335 Madison Avenue New York, New York 10017
William F. Heitmann	335 Madison Avenue New York, New York 10017
Harvey Leong	400 Westchester Avenue White Plains, New York 10604
Larry R. Smart	335 Madison Avenue New York, New York 10017

NYNEX CREDIT COMPANY
FED I.D. 13-3299052

OFFICERS

Grace J. Fippinger Chairman of the Board	335 Madison Avenue New York, New York 10017
William F. Heitmann President	335 Madison Avenue New York, New York 10017
Richard E. Lucey Vice President - Marketing	335 Madison Avenue 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 Assistant Treasurer	335 Madison Avenue New York, New York 10017
Theodore C. Wiedenman Assistant Treasurer	335 Madison Avenue 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 Avenue Room 1125 White Plains, New York 10604
Lawrence J. Massimine Assistant Comptroller	335 Madison Avenue New York, New York 10017
Susan L. Poland Assistant Secretary	335 Madison Avenue New York, New York 10017