



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. 43602		2. Name of Corporation Pacific Select Distributors, Inc.		
3. Street Address Principal Business Office 700 NEWPORT CENTER DRIVE		City NEWPORT BEACH	State CA	Zip 92660
4. Business Phone No. (949) 219-4086		5. State of Incorporation CALIFORNIA		6. SIC Code 0
7. Brief Description of the Character of Business Conducted in Rhode Island MUTUAL FUND BROKER/ DEALER				
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS				
President Name JOHN L. DIXON		Vice President Name R. LEE WIRTHLIN		
Street Address 700 NEWPORT CENTER DRIVE		Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA
Secretary Name AUDREY L. MILFS		Treasurer Name BRIAN D. KLEMENS		
Street Address 700 NEWPORT CENTER DRIVE		Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS				
Director Name JOHN L. DIXON		Director Name ADRIAN S. GRIGGS		
Street Address 700 NEWPORT CENTER DRIVE		Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA
Director Name THOMAS H. OLIVER		Director Name GERALD W. ROBINSON		
Street Address 700 NEWPORT CENTER DRIVE		Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES		ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series
25,000 COMM NO PAR VALUE			1,000	COMMON

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



43602

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 Audrey L. Milfs 01/25/05
Date

AUDREY L. MILFS

Print or Type Name of Officer
SECRETARY

Title of Officer

Form 630 Rev. 12/03

File Date	1-31-05
Check No.	070494417
By:	
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. 43602		2. Name of Corporation Pacific Select Distributors, Inc.			
3. Street Address Principal Business Office 700 NEWPORT CENTER DRIVE			City NEWPORT BEACH	State CA	Zip 92660
4. Business Phone No. (949) 219-4086		5. State of Incorporation CALIFORNIA			6. SIC Code 0
7. Brief Description of the Character of Business Conducted in Rhode Island MUTUAL FUND BROKER/ DEALER					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name JOHN L. DIXON			Vice President Name R. LEE WIRTHLIN		
Street Address 700 NEWPORT CENTER DRIVE			Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA	Zip 92660
Secretary Name AUDREY L. MILFS			Treasurer Name BRIAN D. KLEMENS		
Street Address 700 NEWPORT CENTER DRIVE			Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA	Zip 92660
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name EDWARD R. BYRD			Director Name JOHN L. DIXON		
Street Address 700 NEWPORT CENTER DRIVE			Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA	Zip 92660
Director Name THOMAS H. OLIVER			Director Name GERALD W. ROBINSON		
Street Address 700 NEWPORT CENTER DRIVE			Street Address 700 NEWPORT CENTER DRIVE		
City NEWPORT BEACH	State CA	Zip 92660	City NEWPORT BEACH	State CA	Zip 92660
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
25,000 COMM NO PAR VALUE			1,000	COMMON	

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



* 4 3 6 0 2 *

File Date	2-20-04
Check No.	678403
By:	UP
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.

Audrey L. Milfs 02/02/2004
Signature of Officer Date
AUDREY L. MILFS
Print or Type Name of Officer
SECRETARY
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. **43602**
2. Name of Corporation **Pacific Select Distributors, Inc.**
3. Street Address Principal Business Office
700 NEWPORT CENTER DRIVE
4. Business Phone No.
5. State of Incorporation
CALIFORNIA
7. Brief Description of the Character of Business Conducted in Rhode Island

City **NEWPORT BEACH** State **CA** Zip **92660**
6. SIC Code
0

MUTUAL FUND BROKER/DEALER

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

President Name

JOHN L. DIXON

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

Secretary Name

AUDREY L. MILFS

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

Vice President Name

JOHN W. POFF

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

Treasurer Name

BRIAN D. KLEMENS

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

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

Director Name

EDWARD R. BYRD

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

Director Name

THOMAS H. OLIVER

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

Director Name

JOHN L. DIXON

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

Director Name

GERALD W. ROBINSON

Street Address

700 NEWPORT CENTER DRIVE

City **NEWPORT BEACH** State **CA** Zip **92660**

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

AUTHORIZED SHARES

Number of Shares Class/Series Par Value

25,000 COMM NO PAR VALUE

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

ISSUED SHARES

Number of Shares Class/Series Par Value

1,000 COMMON -

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



* 4 3 6 0 2 *

File Date: **1-31-03**

Check No.: **7002 0054**

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.

Audrey L. Milfs 1/27/2003
Signature of Officer Date

AUDREY L. MILFS

Print or Type Name of Officer

SECRETARY

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 2002

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

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

43602

2. Name of Corporation

Pacific Select Distributors, Inc.

3. Street Address Principal Business Office

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH

State

CA

Zip

92660

4. Business Phone No.

5. State of Incorporation

CALIFORNIA

6. SIC Code

0

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

MUTUAL FUND BROKER/DEALER

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

FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

JOHN L. DIXON

Vice President Name

JOHN W. POFF

Street Address

700 NEWPORT CENTER DRIVE

Street Address

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH

State

CA

Zip

92660

City

NEWPORT BEACH

State

CA

Zip

92660

Secretary Name

AUDREY L. MILFS

Treasurer Name

BRIAN D. KLEMENS

Street Address

700 NEWPORT CENTER DRIVE

Street Address

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH

State

CA

Zip

92660

City

NEWPORT BEACH

State

CA

Zip

92660

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

FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

EDWARD R. BYRD

Director Name

JOHN L. DIXON

Street Address

700 NEWPORT CENTER DRIVE

Street Address

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH

State

CA

Zip

92660

City

NEWPORT BEACH

State

CA

Zip

92660

Director Name

THOMAS H. OLIVER

Director Name

GERALD W. ROBINSON

Street Address

700 NEWPORT CENTER DRIVE

Street Address

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH

State

CA

Zip

92660

City

NEWPORT BEACH

State

CA

Zip

92660

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

25,000 COMM NO PAR VALUE

Number of Shares

Class/Series

Par Value

1,000

COMMON

-

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



* 4 3 6 0 2 *

File Date: JAN 29 2002

Check No.: 000007317015

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.

Audrey L. Milfs 1/23/2002
Signature of Officer Date

AUDREY L. MILFS
Print or Type Name of Officer
SECRETARY

Title of Officer
5



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. **43602** 2. Name of Corporation **Pacific Select Distributors, Inc.**

3. Street Address Principal Business Office
700 NEWPORT CENTER DRIVE
4. Business Phone No. City **NEWPORT BEACH** State **CA** Zip **92660**
5. State of Incorporation **CALIFORNIA** 6. SIC Code **0**

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

MUTUAL FUND BROKER/DEALER

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

President Name JOHN L. DIXON Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660	Vice President Name EDWARD R. BYRD Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660
Secretary Name AUDREY L. MILFS Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660	Treasurer Name BRIAN D. KLEMENS Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660

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

Director Name EDWARD R. BYRD Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660	Director Name JOHN L. DIXON Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660
Director Name THOMAS H. OLIVER Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660	Director Name GERALD W. ROBINSON Street Address 700 NEWPORT CENTER DRIVE City NEWPORT BEACH State CA Zip 92660

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

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
25,000	COMMON	-

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

ISSUED SHARES

Number of Shares	Class/Series	Par Value
1,000	COMMON	-

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



* 4 3 6 0 2 *

File Date: **2/20**

Check No.: **90004842**

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.

Audrey L. Milfs 2/12/01
Signature of Officer Date

AUDREY L. MILFS, SECRETARY
Print or Type Name of Officer

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. **43602** 2. Name of Corporation **Pacific Mutual Distributors, Inc.**
3. Street Address Principal Business Office City State Zip
700 NEWPORT CENTER DRIVE NEWPORT BEACH CA 92660
4. Business Phone No. 5. State of Incorporation **CALIFORNIA** 6. SIC Code

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

MUTUAL FUND BROKER/DEALER

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

President Name	Vice President Name
JOHN L. DIXON	JOHN W. POFF
Street Address	Street Address
700 NEWPORT CENTER DRIVE	700 NEWPORT CENTER DRIVE
City State Zip	City State Zip
NEWPORT BEACH CA 92660	NEWPORT BEACH CA 92660
Secretary Name	Treasurer Name
AUDREY L. MILFS	EDWARD R. BYRD
Street Address	Street Address
700 NEWPORT CENTER DRIVE	700 NEWPORT CENTER DRIVE
City State Zip	City State Zip
NEWPORT BEACH CA 92660	NEWPORT BEACH CA 92660

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

Director Name	Director Name
GERALD W. ROBINSON	JOHN L. DIXON
Street Address	Street Address
700 NEWPORT CENTER DRIVE	700 NEWPORT CENTER DRIVE
City State Zip	City State Zip
NEWPORT BEACH CA 92660	NEWPORT BEACH CA 92660
Director Name	Director Name
EDWARD R. BYRD	PHILIP N. GAINSBOROUGH
Street Address	Street Address
700 NEWPORT CENTER DRIVE	700 NEWPORT CENTER DRIVE
City State Zip	City State Zip
NEWPORT BEACH CA 92660	NEWPORT BEACH CA 92660

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

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
25,000	COMMON	-

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

ISSUED SHARES

Number of Shares	Class/Series	Par Value
1,000	COMMON	-

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



* 4 3 6 0 2 *

File Date: 2/7/00

Check No.: 9000241

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.

Audrey L. Milfs 2/02/2000
Signature of Officer Date

AUDREY L. MILFS
Print or Type Name of Officer

SECRETARY
Title of Officer



*James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3046*



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

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **43602**

2. Name of Corporation **Pacific Mutual Distributors, Inc.**

3. Street Address Principal Business Office
700 NEWPORT CENTER DRIVE
NEWPORT BEACH CA 92660

4. Business Phone No. (949) 640-3116

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

MUTUAL FUND BROKER/DEALER

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

President Name
JOHN L. DIXON

Street Address	700 NEWPORT CENTER DRIVE	JOSEPH P. RUIZ	Street Address	700 NEWPORT CENTER DRIVE
----------------	--------------------------	----------------	----------------	--------------------------

City State Zip City State Zip
NEWPORT BEACH CA 92660 NEWPORT BEACH CA 92660

Secretary Name
AUDREY L. MILFS

700 NEWPORT CENTER DRIVE

City State Zip City State Zip
NEWPORT BEACH CA 92660 NEWPORT BEACH CA 92660

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

DIRECTOR NAME		FILL IN SPACES BEFORE USING ATTACHMENTS	
GERALD W. ROBINSON		JOHN I. DIXON	

Street Address	700 NEWPORT CENTER DRIVE	Street Address	700 NEWPORT CENTER DRIVE
----------------	--------------------------	----------------	--------------------------

City State Zip City State Zip
NEWPORT BEACH CA 92660 NEWPORT BEACH CA 92660

Director Name	EDWARD R. BYRD	Director Name	PHILIP N. CAINSBOROUGH
---------------	----------------	---------------	------------------------

700 NEWPORT CENTER DRIVE

City State Zip City State Zip
NEWPORT BEACH CA 92660 NEWPORT BEACH CA 92660

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

AUTHORIZED SHARES			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)
Number of Shares	Class/Series	Par Value	ISSUED SHARES Number of Shares _____ Class/Series _____

		Number of Shares	Class/Series	Par Value
25,000	COMMON	1,000	COMMON	

1,000 COMMON

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



* 4 3 6 0 2 *

File Date: 12/16/99

Check No.: 00000078

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 Cedric L. Mills Date 2/02/99

AUDREY L. MILFS

Print or Type Name of Officer _____

SECRETARY

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
401-277-3040



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

43602

Pacific Mutual Distributors, Inc.

3. Street Address Principal Business Office

City

State

Zip

700 NEWPORT CENTER DRIVE

NEWPORT BEACH

CA

92660

4. Business Phone No.

5. State of Incorporation

(714) 640-3116

CALIFORNIA

6. SIC Code

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

MUTUAL FUND BROKER/DEALER

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

President Name

Vice President Name

GERALD W. ROBINSON

JOSEPH P. RUIZ

Street Address

Street Address

700 NEWPORT CENTER DRIVE

700 NEWPORT CENTER DRIVE

City

State

Zip

City

State

Zip

NEWPORT BEACH

CA

92660

NEWPORT BEACH

CA

92660

Secretary Name

Treasurer Name

AUDREY L. MILFS

EDWARD R. BYRD

Street Address

Street Address

700 NEWPORT CENTER DRIVE

700 NEWPORT CENTER DRIVE

City

State

Zip

City

State

Zip

NEWPORT BEACH

CA

92660

NEWPORT BEACH

CA

92660

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

Director Name

Director Name

GERALD W. ROBINSON

GLENN S. SCHAFER

Street Address

Street Address

700 NEWPORT CENTER DRIVE

700 NEWPORT CENTER DRIVE

City

State

Zip

City

State

Zip

NEWPORT BEACH

CA

92660

NEWPORT BEACH

CA

92660

Director Name

Director Name

THOMAS C. SUTTON

Street Address

Street Address

700 NEWPORT CENTER DRIVE

City

State

Zip

City

State

Zip

NEWPORT BEACH

CA

92660

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

AUTHORIZED SHARES

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

ISSUED SHARES

Number of Shares

Class/Series

Par Value

Number of Shares

Class/Series

Par Value

25,000

Common

1,000

Common

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



File Date: 3-5-98

Check No.: 00190330

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.

Audrey L. Milfs 1/29/98
Signature of Officer Date

AUDREY L. MILES, SECRETARY
Print or Type Name of Officer

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 1997

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

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **43602** 2. Name of Corporation **Pacific Mutual Distributors, Inc.**

3. Street Address Principal Business Office

700 NEWPORT CENTER DRIVE

4. Business Phone No.

(714) 640-3116

5. State of Incorporation

CALIFORNIA

City

NEWPORT BEACH

State

CA

Zip

92660

6. SIC Code

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

MUTUAL FUND BROKER/DEALER

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

President Name

GERALD W. ROBINSON

Vice President Name

MARC S. FRANKLIN

Street Address

700 NEWPORT CENTER DRIVE

Street Address

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH, CA

Zip

92660

City

NEWPORT BEACH,

State

CA

Zip

92660

Secretary Name

AUDREY L. MILFS

Treasurer Name

EDWARD R. BYRD

Street Address

700 NEWPORT CENTER DRIVE

Street Address

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH CA

Zip

92660

City

NEWPORT BEACH

State

CA

Zip

92660

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

Director Name

GERALD W. ROBINSON

Director Name

GLENN S. SCHAFER

Street Address

700 NEWPORT CENTER DRIVE

Street Address

700 NEWPORT CENTER DRIVE

City

NEWPORT BEACH CA

Zip

92660

City

NEWPORT BEACH

State

CA

Zip

92660

Director Name

THOMAS C. SUTTON

Director Name

NONE

Street Address

700 NEWPORT CENTER DRIVE

Street Address

City

NEWPORT BEACH CA

Zip

92660

City

State

Zip

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

AUTHORIZED SHARES

Number of Shares

25,000

Class/Series

COMMON

Par Value

ISSUED SHARES

Number of Shares

1,000

Class/Series

COMMON

Par Value

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



* 4 3 6 0 2 *

2-25-97

File Date: **315905**

Check No.: **10P**

By: **/s/**

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

Audrey L. Milfs 2/25/97
Signature of Officer Date

AUDREY L. MILFS

Print or Type Name of Officer

SECRETARY

Title of Officer

PROFIT CORPORATION
ANNUAL REPORT

1996



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

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO.	2. NAME OF CORPORATION		
43602	PACIFIC EQUITIES NETWORK *****BUSINESS IN R.I. TO		
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE	CITY	STATE	ZIP CODE
700 NEWPORT CENTER DRIVE	NEWPORT BEACH	CA	92660
4. BUSINESS PHONE NO.	5. STATE OF INCORPORATION	6. SIC CODE	
(714) 640-3116	CALIFORNIA		
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND			
MUTUAL FUND BROKER/DEALER			

8. NAMES AND ADDRESSES OF THE OFFICERS			
PRESIDENT NAME		VICE PRESIDENT NAME	
GERALD W. ROBINSON			
STREET ADDRESS		STREET ADDRESS	
700 NEWPORT CENTER DRIVE			
CITY	STATE	CITY	STATE
NEWPORT BEACH	CA		
ZIP CODE		ZIP CODE	
92660			
SECRETARY NAME		TREASURER NAME	
AUDREY L. MILFES		EDWARD R. BYRD	
STREET ADDRESS		STREET ADDRESS	
700 NEWPORT CENTER DRIVE		700 NEWPORT CENTER DRIVE	
CITY	STATE	CITY	STATE
NEWPORT BEACH	CA	NEWPORT BEACH	CA
ZIP CODE		ZIP CODE	
92660		92660	

9. NAMES AND ADDRESSES OF THE DIRECTORS			
DIRECTOR NAME		DIRECTOR NAME	
GERALD W. ROBINSON		GLENN S. SCHAFER	
STREET ADDRESS		STREET ADDRESS	
700 NEWPORT CENTER DRIVE		700 NEWPORT CENTER DRIVE	
CITY	STATE	CITY	STATE
NEWPORT BEACH	CA	NEWPORT BEACH	CA
ZIP CODE		ZIP CODE	
92660		92660	
DIRECTOR NAME		DIRECTOR NAME	
THOMAS C. SUTTON			
STREET ADDRESS		STREET ADDRESS	
700 NEWPORT CENTER DRIVE			
CITY	STATE	CITY	STATE
NEWPORT BEACH	CA		
ZIP CODE		ZIP CODE	
92660			

10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
25,000	COMMON		1,000	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.

File Date: 3/4/96

Check No: 61310169


By: CP

Audrey L. Milfs
Signature of Officer

AUDREY L. MILFES
Print or Type Name of Officer

SECRETARY
Title of Officer

2/26/96
Date

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: 0003602

Annual Report for the year: 1995

Name of Corporation: PACIFIC EQUITIES NETWORK *****BUSINESS IN R.I. TO

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

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

Business Entity is (check one):

☒ [X] Business Corporation (See RIGL Chapter 7-1.1)

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

700 Newport Center Drive
Newport Beach, CA 92660

Phone: (714) 640-3116

Brief statement of the character of business conducted in Rhode Island:
Mutual Fund Broker/Dealer

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

170 Westminster Street, Suite 900
Providence, RI 02903

Phone: ()

THE NAMES OF THE OFFICERS ARE:

	STREET ADDRESS	CITY/STATE	ZIP CODE
PRESIDENT Gerald W. Robinson	700 Newport Center Drive	Newport Beach, CA	92660
VICE PRESIDENT Marc S. Franklin	700 Newport Center Drive	Newport Beach, CA	92660
SECRETARY Audrey L. Milfs	700 Newport Center Drive	Newport Beach, CA	92660
TREASURER Edward R. Byrd	700 Newport Center Drive	Newport Beach, CA	92660

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
Gerald W. Robinson	700 Newport Center Drive	Newport Beach, CA	92660
Glenn S. Schafer	700 Newport Center Drive	Newport Beach, CA	92660
Thomas C. Sutton	700 Newport Center Drove	Newport Beach, CA	92660

NUMBER OF SHARES AUTHORIZED (Rider may be attached)

NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)

Number of Shares
25,000

Class / Series
Common

Number of Shares
1,000

Class / Series
Common

Date February 9, 19 95

By:

Audrey L. Milfs
Audrey L. Milfs

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.

PRENTICE-HALL CORP SYSTEM
170 WESTMINSTER STREET, SUITE 900
PROVIDENCE RI 02903

FEB 13 1995

MMC

CA# 060983964

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 1

0043502

1994

Corporate ID: _____ Annual Report for the year: _____
Name of Business Entity: PACIFIC EQUITIES NETWORK *****BUSINESS I

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

Federal Taxpayer Identification Number: _____

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

700 Newport Center Drive

Newport Beach, CA 92660

Phone: (714) 640-3116

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

170 Westminster Street, Suite 900

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:

G. Longyear

700 Newport Center Drive

Newport Beach, CA 92660

Brief statement of the character of business conducted in Rhode Island:
Mutual Fund Broker/Dealer

Date of Organization: 7/11/69

Date of Qualification to do business in Rhode Island (if foreign entity):
5/15/87

THE NAMES OF THE OFFICERS ARE:

<input checked="" type="checkbox"/> CHIEF EXECUTIVE OFFICER OR <input checked="" type="checkbox"/> PRESIDENT (Check One)	STREET ADDRESS	CITY/STATE	ZIP CODE
Glenn S. Schafer	700 Newport Center Drive	Newport Beach, CA	92660
<input type="checkbox"/> CHIEF OPERATING OFFICER OR <input checked="" type="checkbox"/> VICE PRESIDENT (Check One)	STREET ADDRESS	CITY/STATE	ZIP CODE
Marc S. Franklin	700 Newport Center Drive	Newport Beach, CA	92660
<input type="checkbox"/> CUSTODIAN OF RECORDS OR <input checked="" type="checkbox"/> SECRETARY (Check One)	STREET ADDRESS	CITY/STATE	ZIP CODE
Audrey L. Milfs	700 Newport Center Drive	Newport Beach, CA	92660
<input checked="" type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input checked="" type="checkbox"/> TREASURER (Check One)	STREET ADDRESS	CITY/STATE	ZIP CODE
Glenn S. Schafer	700 Newport Center Drive	Newport Beach, CA	92660

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
William D. Cvengros	700 Newport Center Drive	Newport Beach, CA	92660
Glenn S. Schafer	700 Newport Center Drive	Newport Beach, CA	92660
Thomas C. Sutton	700 Newport Center Drive	Newport Beach, CA	92660

NUMBER OF SHARES AUTHORIZED (If Applicable)

NUMBER 25,000

CLASS Common

SERIES -

PAR VALUE OR
WITHOUT PAR

NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)

NUMBER 1,000

CLASS Common

SERIES -

PAR VALUE OR
WITHOUT PAR

Date February 2, 1994

By: Audrey L. Milfs

PRINT OR TYPE NAME OF OFFICER SIGNING

Audrey L. Milfs

TITLE OF OFFICER SIGNING

Secretary

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.

PRENTICE-HALL CORP SYSTEM
170 WESTMINSTER STREET, SUITE 900
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.....0043602..... Annual Report for the year.....1993.....

FIRST: The name of the corporation is.....PACIFIC EQUITIES NETWORK *****BUSINESS.....

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

THIRD: Character of business, briefly stated, is.....Mutual Fund Broker/Dealer.....

FOURTH: If foreign corporation, address of its principal office.....700 Newport Center Drive.....

.....Newport Beach, CA 92660.....

FIFTH: Business address in Rhode Island.....170 Westminster Street, Suite 900.....

.....Providence, RI 02903.....

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

Name	Office	Address (including number, street, zip code)
Arthur M. Kesselhaut	Director	700 Newport Center Dr., Newport Beach, CA 92660
Glenn S. Schafer	Director	700 Newport Center Dr., Newport Beach, CA 92660
Thomas C. Sutton	Director	700 Newport Center Dr., Newport Beach, CA 92660
Arthur M. Kesselhaut	President	700 Newport Center Dr., Newport Beach, CA 92660
	Vice President	
Audrey L. Milfs	Secretary	700 Newport Center Dr., Newport Beach, CA 92660
Glenn S. Schafer	Treasurer	700 Newport Center Dr., Newport Beach, CA 92660

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
25,000	Common	-	\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
1,000	Common	-	\$1.00

Rec'd & Filed FEB 16 1993

6025404

Dated February 9, 19 93

PACIFIC EQUITIES NETWORK

(Name of Corporation)

By

Audrey L. Milfs

(Report must be signed by an officer)

Title Audrey L. Milfs, Secretary

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

ICF 151233

Corporate ID 0043602 Annual Report for the year 1992

FIRST: The name of the corporation is PACIFIC EQUITIES NETWORK

SECOND: It is incorporated under the laws of CALIFORNIA

THIRD: Character of business, briefly stated, is Mutual Fund Broker/Dealer

FOURTH: If foreign corporation, address of its principal office 700 Newport Center Drive

Newport Beach, CA 92660

FIFTH: Business address in Rhode Island 170 Westminster Street, Suite 900

Providence, RI 02903

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

Name	Office	Address (including number, street, zip code)
Arthur M. Kesselhaut	Director	700 Newport Center Dr., Newport Beach, CA 92660
Glenn S. Schafer	Director	700 Newport Center Dr., Newport Beach, CA 92660
Thomas C. Sutton	Director	700 Newport Center Dr., Newport Beach, CA 92660
Arthur M. Kesselhaut	President	700 Newport Center Dr., Newport Beach, CA 92660
Richard J. Meehan	Vice President	700 Newport Center Dr., Newport Beach, CA 92660
Audrey L. Milfs	Secretary	700 Newport Center Dr., Newport Beach, CA 92660
Glenn S. Schafer	Treasurer	700 Newport Center Dr., Newport Beach, CA 92660
Marilee Roller	Asst.Sec/Treas.	700 Newport Center Dr., Newport Beach, CA 92660

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
25,000	Common	-	\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
1,000	Common	-	\$1.00

Dated February 6, 1992 19

PACIFIC EQUITIES NETWORK

(Name of Corporation)

By Marilee Roller

(Report must be signed by an officer)

Title Marilee Roller, Assistant Secretary/Treasurer

Filing Fee \$15.00 ---
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.....0043602..... Annual Report for the year.....1991

FIRST: The name of the corporation is.....PACIFIC EQUITIES NETWORK.....

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

THIRD: Character of business, briefly stated, is.....Mutual Fund Broker/Dealer.....

FOURTH: If foreign corporation, address of its principal office.....700 Newport Center Drive.....
Newport Beach, CA 92660

FIFTH: Business address in Rhode Island.....170 Westminister Street, Suite 900.....
Providence, RI 02903

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

Name	Office	Address (including number, street, zip code)
(LIST ATTACHED)	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class
25,000	Common

Par Value
or statement that
shares are without
par value
\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class
1,000	Common

Par Value
or statement that
shares are without
par value
\$1.00

Dated.....February 11.....19 91.....

PACIFIC EQUITIES NETWORK
(Name of Corporation) *Marilee Roller*
By.....Marilee Roller, Assistant Secretary/Treasurer.....
Title.....

(Report must be signed by an officer)

PACIFIC EQUITIES NETWORK
SCHEDULE - BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS
CALENDAR YEAR 1990
FEDERAL E.I.N. 95-2594489

Arthur M. Kesselhaut	President & CEO, Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Richard J. Meehan	Vice President	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Diane N. Ledger	Assistant Vice President	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Linda C. Wessels	Assistant Vice President	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Audrey L. Milfs	Secretary	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Glenn S. Schafer	Chief Financial Officer, Treasurer, Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Marilee Roller	Assistant Secretary/ Assistant Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Thomas C. Sutton	Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658

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

Corporate ID.....0043502.....

Annual Report for the year 1990 H1

FIRST: The name of the corporation is.....PACIFIC EQUITIES NETWORK *****BUSINESS IN

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

THIRD: Character of business, briefly stated, is.....Mutual Fund Broker/Dealer

FOURTH: If foreign corporation, address of its principal office.....700 Newport Center Drive

.....Newport Beach, CA 92660

FIFTH: Business address in Rhode Island.....123 Dyer Street

.....Providence, Rhode Island 02903

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

Name

Office

Address (including number, street, zip code)

.....SCHEDULED.....Director.....

.....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

25,0000

Common

-

\$1.00

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

1,000

Common

-

\$1.00

Dated.....February 20.....19.....90

PACIFIC EQUITIES NETWORK

(Name of Corporation)

By.....Audrey L. Milfs.....

Title.....Audrey L. Milfs, Secretary.....

(Report must be signed by an officer)

PACIFIC EQUITIES NETWORK
 SCHEDULE - BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS
 CALENDAR YEAR 1989
 FEDERAL E.I.N. 95-2594489

Arthur M. Kesselhaut	President & CEO, Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Richard J. Meehan	Vice President	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Diane N. Ledger	Assistant Vice President	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Linda C. Wessels	Assistant Vice President	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Audrey L. Milfs	Secretary	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Harold T. Joanning	Chief Financial Officer and Treasurer (01/01/89 to 04/30/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Glenn S. Schafer	Chief Financial Officer and Treasurer (05/01/89 to 12/31/89) Director (04/01/89 to 12/31/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
C. Fredric Wagner	Assistant Secretary/ Assistant Treasurer (01/01/89 to 02/28/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658

PACIFIC EQUITIES NETWORK
SCHEDULE - BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS
CALENDAR YEAR 1989
FEDERAL E.I.N. 95-2594489

Marilee Roller	Assistant Secretary/ Assistant Treasurer (04/25/89 to 12/31/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Donald G. Hilliard	Assistant Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Harry G. Bubb	Director (01/01/89 to 04/30/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Bonnie Dailey	Director (05/01/89 to 05/15/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Donald E. Jordan	Director (01/01/89 to 03/31/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Thomas C. Sutton	Director (05/16/89 to 12/31/89)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658

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



Corporate ID.....0043602.....

Annual Report for the year.....1989.....

FIRST: The name of the corporation is.....PACIFIC EQUITIES NETWORK *****BUSINESS.....

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

THIRD: Character of business, briefly stated, is.....Mutual Fund Broker/Dealer.....

FOURTH: If foreign corporation, address of its principal office.....800 Newport Center Drive.....

Newport Beach, CA 92660

FIFTH: Business address in Rhode Island.....123 Dyer Street.....

Providence, Rhode Island 02903

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

SCHEDULED

Director

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

25,000

Common

-

\$1.00

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

1,000

Common

-

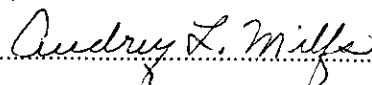
\$1.00

Dated.....February 14.....19 89.....

PACIFIC EQUITIES NETWORK

(Name of Corporation)

By.....



Title.....Audrey L. Milfs, Secretary.....

(Report must be signed by an officer)

PACIFIC EQUITIES NETWORK
SCHEDULE - BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS
CALENDAR YEAR 1988
FEDERAL E.I.N. 95-2594489

Arthur M. Kesselhaut	Chairman & CEO, Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Richard F. Hanly	President, Director (01/01/88 to 04/11/88)	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Richard J. Meehan	Vice President	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Donald W. Clear	Regional Vice President (04/11/88 to 12/31/88)	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
William J. Kuzmich	Regional Vice President (04/11/88 to 12/31/88)	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Diane N. Ledger	Assistant Vice President	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Linda C. Wessels	Assistant Vice President	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Audrey L. Milfs	Secretary, Director (04/11/88 to 06/22/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Harold T. Joanning	Chief Financial Officer and Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
C. Fredric Wagner	Assistant Secretary/ Assistant Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Donald G. Hilliard	Assistant Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658

PACIFIC EQUITIES NETWORK
SCHEDULE - BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS
CALENDAR YEAR 1988
FEDERAL E.I.N. 95-2594489

Thomas W. Brubaker	Director (01/01/88 to 04/11/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Harry G. Bubbs	Director (04/11/88 to 12/31/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Edward B. Burr	Director (01/01/88 to 04/11/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
David R. Carmichael	Director (01/01/88 to 04/11/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
William D. Cvengros	Director (01/01/88 to 04/11/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Paul F. Desmond	Director (01/01/88 to 04/11/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Donald E. Jordan	Director (06/22/88 to 12/31/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Terry L. Nagelvoort	Director (01/01/88 to 04/11/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Thomas C. Sutton	Director (01/01/88 to 04/11/88)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658

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

43602

1988

DV

Corporate ID 05-2504499 Annual Report for the year 1987

FIRST: The name of the corporation is PACIFIC EQUITIES NETWORK

SECOND: It is incorporated under the laws of CALIFORNIA

THIRD: Character of business, briefly stated, is Mutual Fund Broker/Dealer

FOURTH: If foreign corporation, address of its principal office 800 Newport Center Drive

Newport Beach, CA 92660

FIFTH: Business address in Rhode Island 123 Dyer Street

Providence, Rhode Island 02903

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

Name

Office

Address (including number, street, zip code)

SEE ATTACHED

Director

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

25,000

Common

-

\$1.00

PAID

EIGHTH: Number of Shares issued:

No. of Shares

Class

SECY OF STATE

Par Value
or statement that
shares are without
par value

1,000

Common

-

\$1.00

Dated February 25, 1988

PACIFIC EQUITIES NETWORK

(Name of Corporation)

By

Title C. E. Wagner, Assistant Secretary/Treasurer

(Report must be signed by an officer)

PACIFIC EQUITIES NETWORK
SCHEDULE - BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS
CALENDAR YEAR 1987
FEDERAL E.I.N. 95-2594489

Thomas C. Sutton	Chairman and CEO (01/01/87 to 12/10/87)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Arthur M.Kesselhaut	Chairman and CEO (12/10/87 to 12/31/87)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Richard F. Hanly	President, Director	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
George N. Flessas	Vice President, Director (01/01/87 to 05/20/87)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Allen J. Hoffman	Assistant Vice President (01/01/87 to 03/02/87)	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Diane N. Ledger	Assistant Vice President	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Richard J. Meehan	Vice President (05/20/87 to 12/31/87) Assistant Vice President (01/01/87 to 05/20/87)	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Linda C. Wessels	Assistant Vice President	800 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Audrey L. Milfs	Secretary	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Harold T. Joanning	Chief Financial Officer and Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
C. Fredric Wagner	Assistant Secretary/ Assistant Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Donald G. Hilliard	Assistant Treasurer	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658

PACIFIC EQUITIES NETWORK
SCHEDULE - BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS
CALENDAR YEAR 1987
FEDERAL E.I.N. 95-2594489

Thomas W. Brubaker	Director (12/14/87 to 12/31/87)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Edward B. Burr	Director (12/10/87 to 12/31/87)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
David R. Carmichael	Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
William D. Cvengros	Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Paul F. Desmond	Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Terry L. Nagelvoort	Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Thomas H. Shilson	Director (01/01/87 to 12/14/87)	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658
Thomas C. Sutton	Director	700 Newport Center Drive P. O. Box 9000 Newport Beach, CA 92658