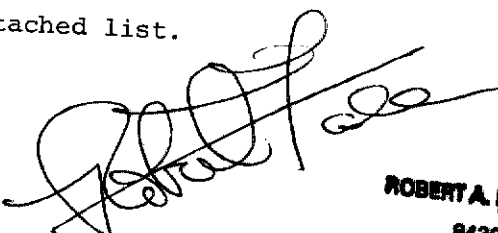


No. C117096	Annual Report Form Due No Later Than November 30, 1997		2. Registered Agent and Office NOT A P.O. BOX													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct CITICORP SERVICES INC. ROBERT A. FADER 8430 W. BRYN MAWR AVE. CHICAGO IL 60631		CT CORPORATION SYSTEM 300 N. 6TH ST. BOISE ID 83701													
* FIRST NOTICE *			3. Organized Under the Laws of: NY C117096													
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one) <table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td colspan="6">Please see attached list.</td> </tr> </tbody> </table> <div style="text-align: center; margin-top: 20px;">  ROBERT A. FADER, MANAGING DIRECTOR Travellers Cheques 8430 W. Bryn Mawr Avenue Chicago, IL 60631 (773) 380-6887 Personnel #0233312 </div>					Office held	Name	Street or P.O. Address	City	State	Zip	Please see attached list.					
Office held	Name	Street or P.O. Address	City	State	Zip											
Please see attached list.																
5.		6. Signature _____ Date <u>10/7/97</u> Name (Typed or Printed) _____ Title _____														

ISSUED: 07-04-1997

↓ DO NOT TAPE OR STAPLE ↓

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CITICORP SERVICES INC.

DIRECTORS

NAME	OFFICE OR RELATIONSHIP	PLACE OF BUSINESS
Robert A. Fader	Chairman and CEO Citicorp Services Inc. Executive Director Global Travellers Cheques	8430 West Bryn Mawr Chicago, IL 60631
Andrew S. Erdelyi	Vice President, Managing Director Global Operations and Technology	111 Wall Street New York, NY 10043
G. Patrick McGunagle	Vice President, Division Executive Global Trade Finance Division	111 Wall Street New York, NY 10043
Jeffrey A. Volk	Executive Vice President Citibank, N.A.	666 Fifth Avenue New York, NY 10103

PRINCIPAL OFFICERS

NAME	OFFICE OR RELATIONSHIP	PLACE OF BUSINESS
Evaldo Amaral	President	1401 West Commercial Blvd. Fort Lauderdale, FL 33309
Robert D. Leavitt	Vice President/ General Counsel and Secretary	8430 West Bryn Mawr Chicago, IL 60631
Robert W. Kolar	Vice President and Chief Financial Officer	8430 West Bryn Mawr Chicago, IL 60631