

No. **C 117096**

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

**NO FILING FEE IF
RECEIVED BY DUE DATE**

**Due no later than November 30, 2004
Annual Report Form**

1. Mailing Address - Correct in this box, if applicable

J.P. MORGAN ELECTRONIC FINANCIAL SE
JOHN M GUZZI
8430 W. BRYN MAWR AVE.
CHICAGO, IL 60631

2. Registered Agent and Office **NO PO BOX**

CT CORPORATION SYSTEM
300 N. 6TH ST.
BOISE, ID 83701

3. New Registered Agent Signature

Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
--------------------	-------------	-------------------------------	-------------	--------------	------------

PLEASE SEE ATTACHED LIST

Organized Under the Laws of:

NEW YORK
C 117096

6.

Signature

Date 9/13/04

Name (Type or
Printed)

John M. Guzzi

Title V.P., Counsel

Issued 09/01/2004

Do Not Tape or Staple

20041102477

J. P. MORGAN ELECTRONIC FINANCIAL SERVICES, INC.

DIRECTORS

NAME	OFFICE OR RELATIONSHIP	PLACE OF BUSINESS
Paul H. Simpson	Chairman	1 Chase Manhattan Plaza New York, NY 10081
Mark E. MacKenzie	CEO & President	8430 W. Bryn Mawr Avenue Chicago, IL 60631
Rick A. McKinney	COO	8430 W. Bryn Mawr Avenue Chicago, IL 60631
Enrico Dilello Jr.	Director	1 Chase Manhattan Plaza New York, NY 10081
Patricia E. Preston	Director	100 Lighting Way Secaucus, NJ 07094
Brian G. Claire	Vice President	8430 W. Bryn Mawr Avenue Chicago, IL 60631
Ed Koslow	CIO	3800 Citibank Center Tampa, FL 33610

PRINCIPAL OFFICERS

NAME	OFFICE OR RELATIONSHIP	PLACE OF BUSINESS
Mark E. MacKenzie	CEO & President	8430 W. Bryn Mawr Avenue Chicago, IL 60631
James J. Sanecki	Chief Financial Officer	8430 W. Bryn Mawr Avenue Chicago, IL 60631
Paul H. Simpson	Chairman	1 Chase Manhattan Plaza New York, NY 10081
John M. Guzzi	Vice President, Secretary And Counsel	8430 W. Bryn Mawr Avenue Chicago, IL 60631
Rick A. McKinney	Chief Operating Officer	8430 W. Bryn Mawr Avenue Chicago, IL 60631
Edward B. Koslow	Chief Information Officer	3800 Citibank Center Tampa, FL 33610

J. P. MORGAN ELECTRONIC FINANCIAL SERVICES, INC.

PRINCIPAL OFFICERS

NAME	OFFICE OR RELATIONSHIP	PLACE OF BUSINESS
Brian G. Claire	Vice President –Bus Dev.	8430 W. Bryn Mawr Avenue Chicago, IL 60631
Richard M. Gottlieb	Assistant Secretary	1 Chase Manhattan Plaza New York, NY 10081
Paul Unger	Vice President, Treasurer	3800 Citibank Center Tampa, FL 33610