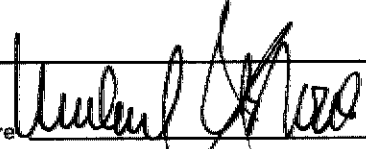


No. C 98122	Annual Report Form Due No Later Than November 30, 1997		2. Registered Agent and Office NOT A P.O. BOX													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct MANAGEMENT ADJUSTMENT BUREAU MICHAEL G NOAH P O BOX 1166 BUFFALO NY 14240		BETTY M NICHOLS 3810 MCGUIRE ST MERIDIAN ID 83642 3. Organized Under the Laws of: NY C 98122													
4. * FIRST NOTICE * 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="0"> <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">SEE ATTACHED</td> </tr> </tbody> </table>					Office held	Name	Street or P.O. Address	City	State	Zip	SEE ATTACHED					
Office held	Name	Street or P.O. Address	City	State	Zip											
SEE ATTACHED																
5.	6. Signature  Date 7-17-97 Name (Typed or Printed) MICHAEL G. NOAH Title															

ISSUED: 07-04-1997

DO NOT TAPE OR STAPLE

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**DIRECTORS/OFFICERS
OF
Management Adjustment Bureau, Inc.**

Michael J. Barrist, Chief Executive Officer, Director
Business Address: 515 Pennsylvania Ave., Fort Washington, Pennsylvania 19034

Charles C. Piola, Jr., Executive Vice President, Director
Business Address: 515 Pennsylvania Ave., Fort Washington, Pennsylvania 19034

Bernard Richard Miller, Senior Vice President, Director
Business Address: 515 Pennsylvania Ave., Fort Washington, Pennsylvania 19034

Michael G. Noah, President
Business Address: 55 Dodge Road, Getzville, NY 14068

Joshua Gindin, Secretary
Business Address: 230 South Broad Street, 20th Floor, Philadelphia, Pennsylvania 19102