

No. C 79042

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

\* FIRST NOTICE \*

1. Mailing Address - Please Correct, If Not Correct

BANC BOSTON LEASING, INC.  
C T CORPORATION SYSTEM  
2 OLIVER STREET

BOSTON MA 02109

C T CORPORATION SYSTEM  
300 NORTH 6TH STREET

BOISE ID 83701

3. Organized Under the Laws of:

MA C 79042

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

Limited Liability Companies: Enter Names and Addresses of  Managers or  Members (check one)Office held

President

Secretary

Director

Dir.

Dir.  
Dir.5. Nature of Business  
Leasing Tangible EquipmentNameStreet or P.O. AddressCityStateZip

James D. Westley	100 Federal St.	Boston	MA	02110
Terence A. McGinnis	100 Federal St.	Boston	MA	02110
Edward P. Collins	100 Federal St.	Boston	MA	02110
James D. Westley	100 Federal St.	Boston	MA	02110
Patrick T. Kelly	100 Federal St.	Boston	MA	02110
Paul F. Hogan	100 Federal St.	Boston	MA	02110

## 6.

Signature

Name (Typed or  
Printed)

Date

7/14/97

Title

ISSUED: 07-04-1997

DO NOT TAPE OR STAPLE

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**BANCBOSTON LEASING INC.****VOTES REGARDING APPOINTMENT OF OFFICERS**

Mr. Westley then proposed a list of individuals to serve as corporate officers during the coming year.

After a brief discussion, upon motion duly made and seconded, it was unanimously

**VOTED:** That the following persons be and are hereby elected to the offices set forth opposite their names, to serve until the first annual meeting of the Board of Directors following the 1997 Annual Meeting of the Stockholders and until their successors are chosen and qualify, unless they sooner resign, retire, die, become disqualified or are removed:

James D. Westley	Chairman - Board of Directors and President
Edward P. Collins	Executive Vice President
William D. Oberg	Executive Vice President
Patrick T. Kelly	Executive Vice President
Joseph F. Golinski	Senior Vice President and Treasurer
James D. Tighe	Senior Vice President and Assistant Clerk
John J. Evans	Senior Vice President
Daryl K. Smith	Senior Vice President
Terence A. McGinnis	Vice President, Counsel and Clerk
Gregory R. Burke	Vice President and Assistant Treasurer
C. Brooks Hoffman	Vice President and Assistant Treasurer
Robert W. Aigier	Vice President
Joseph A. Anello	Vice President
Michael J. Bushey	Vice President
Thomas R. Coveney	Vice President
William L. Downes	Vice President
Emily R. Hipona	Vice President

Gregory E. Lerrick	Vice President
Edward T. Leech	Vice President
Phillip E. Murphy	Vice President
Thomas M. O'Hear	Vice President
Frank Phennicie	Vice President
Mark G. Sexton	Vice President
William S. Barrett	Assistant Vice President, Assistant Counsel and Assistant Clerk
Larry Joe Boles	Assistant Vice President
Linda J. Crothers	Assistant Vice President
Paula E. DeLawter	Assistant Vice President
Richard P. Dowd	Assistant Vice President
Joseph F. Durkin	Assistant Vice President
Kendel D. Dreyer	Assistant Vice President
William C. Garlington	Assistant Vice President
Karen L. Gierhart	Assistant Vice President
Brenda J. Gibbons	Assistant Vice President
Deborah A. Harris	Assistant Vice President
Geralyn M. Kaiser	Assistant Vice President
Timothy E. Kehoe	Assistant Vice President
Jeanette M. Knoblock	Assistant Vice President
Karen A. Lai-Fook	Assistant Vice President
Stephen F. McCarthy	Assistant Vice President
Angela S. Petrone	Assistant Vice President
Peter D. Rich	Assistant Vice President
Susan K. Sintros	Assistant Vice President
Robert C. Varney	Assistant Vice President
Annemarie L. Warren	Assistant Vice President
Philip W. Washburn	Assistant Vice President
Virgil K. Wheeler III	Assistant Vice President
Stephen J. Williams	Assistant Vice President
Michael W. Wright	Assistant Vice President
Susan M. Tillinghast	Assistant Clerk