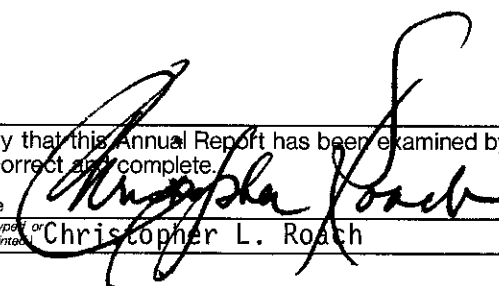


No. * 054127	Idaho Corporation Annual Report Form Due No Later Than November 1, 1989		2. Registered Agent and Office C T Corporation System 300 North 6th Street Boise, Idaho 83701		
Return To Secretary of State Room 203, Statehouse Boise, ID 83720	1. Mailing Address — Please Correct CITICORP DINERS CLUB INC. Gay R. Dell'Arninga 8430 W. Bryn Mawr Avenue, 5th fl. Chicago, Illinois 60631		3. Incorporated Under The Laws of NEW YORK		
RECEIVED SEC. OF STATE Forfeited 12/1/88 Reinstatement Fee of \$10 (Withdrawal Pending)					
4. Names and Addresses of Officers and Directors					
	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President:	G.C. LUOWIGSON	1312 EDGEWOOD LN	NORTHBROOK	IL	60062
Secretary:	CHRISTOPHER L. ROACH	748 DORSET AVE	PALATINE	IL	60074
Directors:	SEYMOUR FLUG	9 ROBIN LANE	PLAINVIEW	NY	11803
	G.C. LUOWIGSON	1312 EDGEWOOD LN	NORTHBROOK	IL	60062
5. Nature of Business FRANCHISOR - CREDIT CARD		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.			
		Signature 	Date November 3, 1989		
		Name (Typed or Printed) Christopher L. Roach	Title Secretary		

ENTERED
NOV 1 - 1989