

No. C118526

Annual Report Form 1999

Due No Later Than November 30,

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

1. Mailing Address - Please Correct, If Not Correct

ASSOCIATES FINANCIAL SERVICE

PO BOX 660237

DALLAS TX 75266 0237

CORPORATION SERVICE COMP
1401 SHORELINE DR

BOISE ID 83702

3. Organized Under the Laws of:

DE C118526

NO FEE REQUIRED

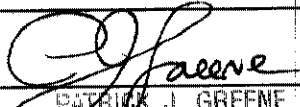
* FIRST NOTICE *

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 Name Street or P.O. Address City State Zip

SEE ATTACHED SCHEDULE

5. Signature of New Registered Agent

6. Signature  Date 8/27/99
Name (Typed or Printed) PATRICK J. GREENE Title ASS'T VICE PRESIDENT

& ASST SECRETARY

4708

ISSUED: 07-03-1999

**ASSOCIATES FINANCIAL SERVICES COMPANY OF DELAWARE,
INC.**

Delaware

FEI: 35-6018731

**Primary Address:
250 Carpenter Freeway
Irving, TX 75062**

DIRECTORS

R. Stephen Nichols 250 Carpenter Frwy.
Irving, TX 75062

Michael W. Sletten 250 Carpenter Frwy.
Irving, TX 75062

Thomas R. Slone 250 Carpenter Frwy.
Irving, TX 75062

OFFICERS

Thomas R. Slone 250 Carpenter Frwy.
President Irving, TX 75062

Frederic C. Liskow 250 Carpenter Frwy.
Secretary Irving, TX 75062

Patrick J. Greene 250 Carpenter Frwy.
Asst. VP & Asst. Sec Irving, TX 75062

John F. Hughes 250 Carpenter Frwy.
Treasurer & Irving, TX 75062
Senior Vice President