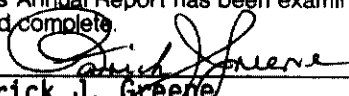


No. 44579	Idaho Corporation Annual Report Form		2. Registered Agent and Office NOT A P.O. BOX																																					
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 NO FEE REQUIRED	Due No Later Than November 1, 1991		PRENTICE-HALL CORP. SERV. 877 MAIN, SUITE 1000																																					
	1. Mailing Address — Please Correct, If Not Correct		BOISE ID 83702 3. Incorporated Under The Laws of DE																																					
	ASSOCIATES BANCORP, INC. C/O ASSOCIATES CORPORATION 250 CARPENTER FREEWAY IRVING TX 75062		NO: 044579																																					
4. Names and Addresses of Officers and Directors																																								
<table border="1"> <thead> <tr> <th></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>President:</td> <td>Lawrence L. Sweet</td> <td>250 Carpenter Freeway</td> <td>Irving,</td> <td>Tx.</td> <td>75062</td> </tr> <tr> <td>Secretary:</td> <td>Thomas S. Landis</td> <td>250 Carpenter Freeway</td> <td>Irving,</td> <td>Tx.</td> <td>75062</td> </tr> <tr> <td>Directors:</td> <td>Chester D. Longnecker</td> <td>250 Carpenter Freeway</td> <td>Irving,</td> <td>Tx.</td> <td>75062</td> </tr> <tr> <td></td> <td>Joseph M. McQuillan</td> <td>250 Carpenter Freeway</td> <td>Irving,</td> <td>Tx.</td> <td>75062</td> </tr> <tr> <td></td> <td>Lawrence L. Sweet</td> <td>250 Carpenter Freeway</td> <td>Irving,</td> <td>Tx.</td> <td>75062</td> </tr> </tbody> </table>						<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	President:	Lawrence L. Sweet	250 Carpenter Freeway	Irving,	Tx.	75062	Secretary:	Thomas S. Landis	250 Carpenter Freeway	Irving,	Tx.	75062	Directors:	Chester D. Longnecker	250 Carpenter Freeway	Irving,	Tx.	75062		Joseph M. McQuillan	250 Carpenter Freeway	Irving,	Tx.	75062		Lawrence L. Sweet	250 Carpenter Freeway	Irving,	Tx.	75062
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5. Nature of Business Real Estate		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  Name (Typed or Printed) Patrick J. Greene Date 08/23/91 Title Ass't. V.P. & Ass't. Secy																																						

**ASSOCIATES BANCORP, INC.
(DELAWARE)**

4/22/91

DIRECTORS:

**CHESTER D. LONGNECKER
JOSEPH M. MCQUILLAN
LAWERENCE L. SWEET**

OFFICERS:

LAWERENCE L. SWEET	PRESIDENT	250 CARPENTER FREEWAY, IRVING, TX
JOHN F. HUGHES	VICE-PRESIDENT & TREASURER	250 CARPENTER FREEWAY, IRVING, TX
THOMAS S. LANDIS	SECRETARY	250 CARPENTER FREEWAY, IRVING, TX
PATRICK J. GREENE	ASS'T. V.P. & ASS'T. SECY.	250 CARPENTER FREEWAY, IRVING, TX