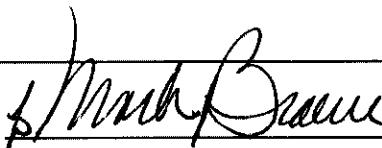


No. C101965	Annual Report Form 1998 Due No Later Than November 30,	
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct  AT&T CAPITAL CORPORATION MARK BROWER 44 WHIPPANY RD	2. Registered Agent and Office NOT A P.O. BOX  CT CORPORATION SYSTEM 300 N 6TH ST  BOISE ID 83701
* FIRST NOTICE *	MORRISTOWN NJ 07962	3. Organized Under the Laws of:  DE C101965

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)

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
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SEE ATTACHED

5. Signature of New Registered Agent	6. Signature  Name (Typed or Printed) <u>MARK Brower</u>	Date <u>9/22/98</u> Title <u>ASST. V.P.</u>
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ISSUED: 07-03-1998

DO NOT TAPE OR STAPLE

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**AT&T CAPITAL CORPORATION**  
**OFFICER LISTING**  
**AS OF JANUARY 12, 1998**

<b>NAME</b>	<b>TITLE</b>	<b>BUSINESS ADDRESS</b>	<b>RESIDENTIAL ADDRESS</b>
Banks, David F.	Chairman Of the Board	44 Whippany Road Morristown, NJ 07960	1717 Pilgrim Court Convent Station, NJ 07960
Hudson, Steven K. Canadian	Chief Executive Officer	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	10 Highland Avenue Toronto, Ontario Canada M4W 2A3
Jauernig, Daniel A. Canadian	Group President and Chief Financial Officer	44 Whippany Road Morristown, NJ 07960	48 Lawrence Crescent Toronto, Ontario Canada M4N 1N2
McKerroll, David D. Canadian	Group President	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	150 Duplex Avenue Toronto, Ontario Canada M5P 2A7
Nullmeyer, Bradley Canadian	Group President	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	54 Lascelles Boulevard Toronto, Ontario Canada M5P 2E1
Currie, Paul Canadian	Executive Vice President	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	
Rosiak, Borden D. Canadian	Executive Vice President	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	
DeBernardi, Michael A.	Executive Vice President - Chief Credit Officer	44 Whippany Road Morristown, NJ 07960	106 Dora Avenue Waldwick, NJ 07463
Sharpless, David J. Canadian	Executive Vice President - International	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	
Moore, Scott J.	Senior Vice President - Legal General Counsel and Secretary	303 East Wacker Drive Chicago, IL 60601	915 Elm Street Western Springs, IL 60558
Jakolev, John Canadian	Senior Vice President - Taxation	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	
Ingato, Robert J.	Senior Vice President	44 Whippany Road Morristown, NJ 07960	23 Phyllis Place Randolph, NJ 07869
Law, Madelyn C.	Vice President, Law and Government Affairs and Assistant Secretary	44 Whippany Road Morristown, NJ 07960	Broadway Terrace Chatham, NJ 07928
McAuley, Sara R.	Senior Vice President - Corporate Resources Officer	44 Whippany Road Morristown, NJ 07960	18 Union Hill Road Denville, NJ 07834
Oliu, Ramon Jr.	Senior Vice President	44 Whippany Road Morristown, NJ 07960	36 Cambridge Road Bedminster, NJ 07921
Adams, Thomas G.	Vice President and Controller	44 Whippany Road Morristown, NJ 07960	5 Stonebridge Road Sparta, New Jersey 07871
Bridges, William J.	Vice President - Latin America Business Development	15280 NW 79th Street Suite 105 Miami Lakes, FL 33016	
Gazzard, Roger	Vice President - Europe	44 Whippany Road Morristown, NJ 07960	
Joos, Gary	Vice President - Europe	44 Whippany Road Morristown, NJ 07960	
Kettenstock, Elizabeth A.	Assistant Treasurer	44 Whippany Road	331 Potomac Drive

AT&T CAPITAL CORPORATION  
OFFICER LISTING  
AS OF JANUARY 12, 1998

NAME	TITLE	BUSINESS ADDRESS	RESIDENTIAL ADDRESS
[REDACTED]		Morristown, NJ 07960	Basking Ridge, NJ 07920
McNaught, James W. [REDACTED]	Assistant Treasurer	44 Whippny Road Morristown, NJ 07960	109 Highmount Avenue Chester, NJ 07930
Votek, Glenn A. [REDACTED]	Executive Vice President and Treasurer	44 Whippny Road Morristown, NJ 07960	3 Kent Court Annandale, NJ 08801
Lieber, Daniel C. [REDACTED]	Vice President - Business Development and Strategic Planning	44 Whippny Road Morristown, NJ 07960	51 Bertmor Drive Stamford, CT 06905
Becker, Donald G. [REDACTED]	Vice President - Taxes and Tax Counsel	44 Whippny Road Morristown, NJ 07960	8 Little Road Branchville, NJ 07826
Lucas, William [REDACTED]	Vice President and Chief Information Officer	44 Whippny Road Morristown, NJ 07960	310 West 106th Street New York, NY 10025
Gaines, Michael A. [REDACTED]	Assistant Vice President - Income Taxes	44 Whippny Road Morristown, NJ 07960	30 McBride Way Bridgewater, NJ 08807
Brower, Mark P. [REDACTED]	Assistant Vice President - Tax Operations	44 Whippny Road Morristown, NJ 07960	19 Larissa Lane Thornwood, NY 10594
Pfister, Judith [REDACTED]	Vice President - Business Planning	44 Whippny Road Morristown, NJ 07960	11 Shady Brook Court Belle Mead, NJ 08502
DuMont, Glen J. [REDACTED]	Assistant General Counsel and Assistant Secretary	44 Whippny Road Morristown, NJ 07960	650 Boulevard Westfield, NJ 07090
Roos, William G. [REDACTED]	Assistant Vice President - Capital Markets	44 Whippny Road Morristown, NJ 07960	156 Pollard Road Mountain Lakes, NJ 07046

**AT&T CAPITAL CORPORATION  
DIRECTOR LISTING  
AS OF JANUARY 12, 1998**

<b>NAME</b>	<b>TITLE</b>	<b>BUSINESS ADDRESS</b>	<b>RESIDENTIAL ADDRESS</b>
Banks, David F. [REDACTED]	Director	44 Whippany Road Morristown, NJ 07960	1717 Pilgrim Court Convent Station, NJ 07960
Hudson, Steven K. 456-132-456	Director	181 Bay Street Suite 3500 Toronto, Ontario Canada M5J 2T3	10 Highland Avenue Toronto, Ontario Canada M4W 2A3