

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

**FILED**  
**May 11, 1999 8:00 am**  
**Secretary of State**

05-11-1999 90046 042 \*\*\*150.00

PROFIT CORPORATION  
 ANNUAL REPORT  
**1999**



FLORIDA DEPARTMENT OF STATE  
**Katherine Harris**  
 Secretary of State  
 DIVISION OF CORPORATIONS

**DOCUMENT # 846868**

1. Corporation Name  
**BTM FINANCIAL & LEASING CORPORATION B-4**



DO NOT WRITE IN THIS SPACE

Principal Place of Business 125 SUMMER ST (021101625) P.O. BOX 2332 BOSTON MA 02107 US	Mailing Address 125 SUMMER ST (021101625) P.O. BOX 2332 BOSTON MA 02107 US
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3. Date Incorporated or Qualified  
**09/03/1980**

2. Principal Place of Business 2a. Mailing Address

4. FEI Number **04-2586399** Applied For Not Applicable

21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.

5. Certificate of Status Desired  **\$8.75** Additional Fee Required

22 City & State 27 City & State

6. Election Campaign Financing Trust Fund Contribution  **\$5.00** May Be Added to Fees

23 Zip Country 28 Zip Country

8. This corporation owes the current year Intangible Personal Property Tax.  Yes  No

24 25 29 30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM  
 1200 S. PINE ISLAND ROAD  
 PLANTATION FL 33324

81 Name  
 82 Street Address (P.O. Box Number is Not Acceptable)  
 83  
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	VP	<input type="checkbox"/> DELETE
NAME	SPOKOWSKI, PHILIP A.	
STREET ADDRESS	125 SUMMER ST.	
CITY-ST-ZIP	BOSTON MA 02110	
TITLE	DP	<input checked="" type="checkbox"/> DELETE
NAME	CHAUSSE, LEO R.	
STREET ADDRESS	125 SUMMER ST	
CITY-ST-ZIP	BOSTON MA 02110	
TITLE	SVPS	<input type="checkbox"/> DELETE
NAME	MALONEY, KATHLEEN	
STREET ADDRESS	125 SUMMER STREET	
CITY-ST-ZIP	BOSTON MA 02110	
TITLE	VPT	<input type="checkbox"/> DELETE
NAME	PLUGIS, ERIC	
STREET ADDRESS	125 SUMMER ST.	
CITY-ST-ZIP	BOSTON MA	
TITLE	DEVP	<input type="checkbox"/> DELETE
NAME	WINSCHER, JAMES F JR	
STREET ADDRESS	125 SUMMER ST	
CITY-ST-ZIP	BOSTON MA 02110	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	HORTON, CHARLES E.	
STREET ADDRESS	125 SUMMER ST.	
CITY-ST-ZIP	BOSTON MA 02110	

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	DP
2.3 STREET ADDRESS	AKIRATOMIYOKA
2.4 CITY-ST-ZIP	125 SUMMER STREET BOSTON, MA 02110
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *Philip A. Spokowski* VP 4/21/99 (617) 573-9000  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/98)

545624-90046-42  
Doc # 846868

OFFICERS AND DIRECTORS:

NAME

OFFICE

ADDRESS

DIRECTORS

Hiroshi Watanabe

Chairman

425 East 58<sup>th</sup> Street  
Apt. #44-8  
New York, NY 10022

545024-90046-42  
Doc # 846868

DIRECTORS

Akira Tomioka	Director	2 Louisburg Square #1 Boston, MA 02108
James F. Winschel, Jr.	Director	11 Cudworth Lane Sudbury, MA 01776

NAME

OFFICE

ADDRESS

OFFICERS

Hiroshi Watanabe	Chairman of the Board of Directors	425 East 58 <sup>th</sup> Street Apt. #44-8 New York, NY 10022
Akira Tomioka	President and Chief Executive Officer	2 Louisburg Square #1 Boston, MA 02108
James F. Winschel, Jr.*	Executive Vice President	11 Cudworth Lane Sudbury, MA 01776
David A. Meehan*	Executive Vice President	95 Orchard Street Belmont, MA 02178
Kathleen R. Maloney	Senior Vice President, General Counsel, Secretary and Clerk	50 Freedom Hollow #403 Salem, MA 01970
Joseph W. O'Brien*	Senior Vice President	220 Manomet Avenue P.O. Box 1391 Manomet, MA 02345
Rory Laughna*	Senior Vice President	3 Noannet Circle Westwood, MA 02090
Patricia Donoghue*	Vice President	79 Channing Road Watertown, MA 02172
Paul Goss*	Vice President	18 Sea Fox Lane Gloucester, MA 01930
Kathleen Hall*	Vice President	13 Wakeland Road Dover, MA 02030
Mark A. Helman	Vice President, Assistant Secretary and Assistant Clerk	27 Edgewood Road Wayland, MA 01778

545 624-90046-42

ADDRESS  
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<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Charles E. Horton, Jr.*	Vice President	3 Scotland Heights N. Reading, MA 01864
John McCarthy*	Vice President	15 Hillcrest Road Medfield, MA 02052
Donna Meyer*	Vice President	42 Longfellow Road Needham, MA 02194
Paul Nolan*	Vice President and Controller	27 Ridgewood Lane Melrose, MA 02176
Eric Plugis	Vice President and Treasurer	4 Benjamin Kidder Lane Bedford, MA 01730
Philip A. Spokowski*	Vice President	110 Willow Brook Drive Wayland, MA 01778-5100

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\* These officers (who are currently officers of BTM Capital Corporation) are appointed officers of the above-named BTM Trust subsidiary for the limited purpose of negotiating, signing and delivering all documents and taking actions in connection with the revised Origination, Servicing and Remarketing Agreement between BTM Capital Corporation and the above-named BTM Trust subsidiary dated as of August 1, 1995.