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Jun 03 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
Candra R. McHugh
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F94000004508
 1. Corporation Name
GMAC COMMERCIAL MORTGAGE CORPORATION

Principal Place of Business: **630 Dresher Rd. Horsham, PA 19044**
 Mailing Address: **Attn: Compliance Dept. 650 Dresher Rd. Horsham, PA 19044**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26		08/30/94	
22 Suite, Apt. #, etc.		27 Suite, Apt. #, etc.		4. FEI Number	
23 City & State		28 City & State		23-2413444	
24 Zip		29 Zip		Applied For	
25 Country		30 Country		Not Applicable	
9. Name and Address of Current Registered Agent				5. Certificate of Status Desired	
CT Corporation System				12/31/98	
1200 South Pine Island Rd.				6. Election Campaign Financing	
Plantation, FL 33324				Trust Fund Contribution	
				7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.	
				Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CT Corporation System				81 Name			
1200 South Pine Island Rd.				82 Street Address (P.O. Box Number is Not Acceptable)			
Plantation, FL 33324				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 _____ (NO) Registered Agent Signature required when reinstating. DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	S <input checked="" type="checkbox"/> DELETE	11 TITLE	S <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Snyder, Glen W.	12 NAME	Maria Corpora-Buck
STREET ADDRESS	100 Witmer Rd	13 STREET ADDRESS	650 Dresher Rd.
CITY-ST-ZIP	Horsham, PA 19044	14 CITY-ST-ZIP	Horsham, PA 19044
TITLE	<input type="checkbox"/> DELETE	21 TITLE	V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		22 NAME	Ada J. Stevenson
STREET ADDRESS		23 STREET ADDRESS	650 Dresher Rd.
CITY-ST-ZIP		24 CITY-ST-ZIP	Horsham, PA 19044
TITLE	<input type="checkbox"/> DELETE	31 TITLE	
NAME		32 NAME	
STREET ADDRESS		33 STREET ADDRESS	
CITY-ST-ZIP		34 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	41 TITLE	
NAME		42 NAME	
STREET ADDRESS		43 STREET ADDRESS	
CITY-ST-ZIP		44 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	51 TITLE	
NAME		52 NAME	
STREET ADDRESS		53 STREET ADDRESS	
CITY-ST-ZIP		54 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	61 TITLE	300002549043 <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	-06/05/98--01070--047
CITY-ST-ZIP		64 CITY-ST-ZIP	***150.00

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.

SIGNATURE: *Ada J. Stevenson* **Ada J. Stevenson V.P.** 4-15-98 215 528-1438
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/97)

GMAC COMMERCIAL MORTGAGE CORPORATION

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DIRECTORS

NAME	BUSINESS ADDRESS
David E. Creamer (215) 328-1108	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015
Charles E. Dunleavy, Jr. (215) 328-1261	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015
Wayne D. Hoch (215) 328-1446	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015
Michael E. Luby (312) 845-8550	100 South Wacker Drive Suite 400 Chicago, IL 60606
Barry A. Moore (215) 328-3806	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015
Dennis W. Sheehan, Jr. (612) 832-7055	8400 Normandale Lake Blvd. Minneapolis, MN 55437

PRINCIPAL OFFICERS

David E. Creamer President (215) 328-1108	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015
Charles E. Dunleavy, Jr. Executive Vice President COO (215) 328-1261	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015
Wayne D. Hoch Executive Vice President CFO (215) 328-1446	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015
Michael C. Sperger Vice President Treasurer (215) 328-1439	650 Dresher Road PO Box 1015 Horsham, PA 19044
Maria Corpora-Buck Senior Vice President Secretary (215) 328-3695	650 Dresher Road PO Box 1015 Horsham, PA 19044
Ada J. Stevenson Vice President Compliance Officer (215) 328-1438	650 Dresher Road PO Box 1015 Horsham, PA 19044-8015