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**Mar 22, 1999 8:00 am**  
**Secretary of State**

03-22-1999 90001 023 \*\*\*150.00

PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # F97000001363**

1. Corporation Name  
**FAIRBANKS CAPITAL CORP.**

Principal Place of Business 3815 S. WEST TEMPLE SAL LAKE CITY UT 84115	Mailing Address PO BOX 65250 SALT LAKE CITY UT 84165-0250
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21	26
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22	27
City & State	City & State
23	28
Zip Country	Zip Country
24	29
25	30

3. Date Incorporated or Qualified <b>03/17/1997</b>	
4. FEI Number <b>87-0465626</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

9. Name and Address of Current Registered Agent

**CORPORATION SERVICE COMPANY**  
**1201 HAYS STREET**  
**TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

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

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 \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	PDC	<input type="checkbox"/> DELETE
NAME	BASMAJIAN, THOMAS D	
STREET ADDRESS	3815 S WEST TEMPEL	
CITY-ST-ZIP	SALT LAKE CITY UT 84165	
TITLE	VTD	<input type="checkbox"/> DELETE
NAME	STEVENSON, KIM A	
STREET ADDRESS	3815 S WEST TEMPLE	
CITY-ST-ZIP	SALT LAKE CITY UT 84165	
TITLE	SD	<input checked="" type="checkbox"/> DELETE
NAME	SMITH, TERRELL W	
STREET ADDRESS	3815 S WEST TEMPLE	
CITY-ST-ZIP	SALT LAKE CITY UT 84165	
TITLE	P	<input type="checkbox"/> DELETE
NAME	FINSTON, MARK S	
STREET ADDRESS	3815 S WEST TEMPLE	
CITY-ST-ZIP	SALT LAKE CITY UT 84165	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	LEE, RICHARD A	
STREET ADDRESS	3815 S. WEST TEMPLE	
CITY-ST-ZIP	SALT LAKE CITY UT 84165	
TITLE	D	<input type="checkbox"/> DELETE
NAME	HAUGEN, GREGGORY S	
STREET ADDRESS	6000 CLEARWATER DRIVE	
CITY-ST-ZIP	MINNETONKA MN 55343	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	D, C (no longer President)	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Basmajian, Thomas D.	
1.3 STREET ADDRESS	3815 S. West Temple	
1.4 CITY-ST-ZIP	Salt Lake City, UT 84165	
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS	See attached list for additional officers and directors	
2.4 CITY-ST-ZIP		
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: \_\_\_\_\_ DATE: 1/20/99 (801) 293-2586  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (11/98)

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## FAIRBANKS CAPITAL CORP.

### Profit Corporation Annual Report Document # F97000001363

<b>Officers</b>		
<i>Office</i>	<i>Name</i>	<i>Business Address</i>
Chief Executive Officer	Thomas D. Basmajian	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
President	Mark S. Finston	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
Executive Vice President - Administration; Treasurer	Kim A. Stevenson	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
Executive Vice President - Legal Affairs; Secretary; General Counsel	Terrell W. Smith	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
Executive Vice President - Business Development	Richard A. Lee	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
Executive Vice President - Servicing Operations	Lee Ervin	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
Executive Vice President - Information Technology	Andrew de Jong	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, Utah 84165-0250

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## FAIRBANKS CAPITAL CORP.

### Profit Corporation Annual Report Document # F97000001363

Directors	
Name	Business Address
Thomas D. Basmajian	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
Thomas E. Capasse	Nomura Securities International, Inc. 2 World Financial Center Building B, 22nd Floor New York, NY 10281-1198
Ronald M. DiPasquale	Nomura Securities International, Inc. 2 World Financial Center Building B, 22nd Floor New York, NY 10281-1198
John A. Harrison	Financial Security Assurance, Inc. 350 Park Avenue New York, NY 10022
Greggory S. Haugen	Cargill Financial Services Corporation 6000 Clearwater Drive Minnetonka, MN 55343-9497
Jeffrey A. Parker	Cargill Financial Services Corporation 6000 Clearwater Drive Minnetonka, MN 55343-9497
Kim A. Stevenson	Fairbanks Capital Corp. 3815 S. West Temple P.O. Box 65250 Salt Lake City, UT 84165-0250
Roger K. Taylor	Financial Security Assurance, Inc. 350 Park Avenue New York, NY 10022