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February 5, 2003

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FINANCIAL FEDERAL CORPORATION

By: /s/ Steven F. Groth

Senior Vice President and
Chief Financial Officer
(Principal Financial
Officer)

February 5, 2003

(Date)

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