

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

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PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS

FILED 97 APR 23 AM 11:34 SECRETARY OF STATE TALLAHASSEE, FLORIDA

DOCUMENT # 100009 (0) 1. Corporation Name UNITED STATES CORPORATION COMPANY



Principal Place of Business: 1013 CENTRE RD. WILMINGTON DE 19805 Mailing Address: 375 HUDSON STREET 11TH FLOOR NEW YORK NY 10014-3686 US

3. Date Incorporated or Qualified: 07/15/1925 3a. Date of Last Report: 02/06/1996 4. FEI Number: 13-6149455 Applied For: Not Applicable 5. Certificate of Status Desired: \$8.75 Additional Fee Required 6. Election Campaign Financing: \$5.00 May Be Added to Fees 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: 21 22 23 24 2a. Mailing Address: 26 27 28 29 30 1013 Centre Rd, Wilmington DE, 19805

9. Name and Address of Current Registered Agent: THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 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 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] (NOTE: Registered Agent signature required when reinstating) DATE:

12. OFFICERS AND DIRECTORS: BUTLER, DANIEL R (P), WINN, BRUCE R (VP), POPEO, WILLIAM G (CP), BURDICK, LALOR (D), MARVEL, HUNTER M (D), PELLETER, JOHN (VP)

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12: 1.1 TITLE, 1.2 NAME, 1.3 STREET ADDRESS, 1.4 CITY-ST-ZIP, 2.1 TITLE, 2.2 NAME, 2.3 STREET ADDRESS, 2.4 CITY-ST-ZIP, 3.1 TITLE, 3.2 NAME, 3.3 STREET ADDRESS, 3.4 CITY-ST-ZIP, 4.1 TITLE, 4.2 NAME, 4.3 STREET ADDRESS, 4.4 CITY-ST-ZIP, 5.1 TITLE, 5.2 NAME, 5.3 STREET ADDRESS, 5.4 CITY-ST-ZIP, 6.1 TITLE, 6.2 NAME, 6.3 STREET ADDRESS, 6.4 CITY-ST-ZIP

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14. I do 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: [Signature] SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-9-97

Date Day: no Phone #

CR2E034 (9/96)

OFFICERS

PRESIDENT	Daniel R. Butler	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	William H. Freeborn	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	Peter Malkin	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	William G. Popeo	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	Mark A. Rosser	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	Bruce R. Winn	1013 Centre Rd. Wilmington, DE 19805
SECRETARY	William G. Popeo	1013 Centre Rd. Wilmington, DE 19805
TREASURER	Bruce R. Winn	1013 Centre Rd. Wilmington, DE 19805

DIRECTORS

Mr. Lalor Burdick	1013 Centre Rd	Wilmington, DE 19805
Mr. F. Michael Donohue, Jr.	1013 Centre Rd	Wilmington, DE 19805
Mr. James M. Garnett	1013 Centre Rd	Wilmington, DE 19805
Mr. Hunter M. Marvel	1013 Centre Rd	Wilmington, DE 19805
Mr. Phillip A. Turberg	1013 Centre Rd	Wilmington, DE 19805
Rodman Ward, Jr., Esquire	1013 Centre Rd	Wilmington, DE 19805
Mr. Rodman Ward III	1013 Centre Rd	Wilmington, DE 19805
Mr. Daniel R. Butler	1013 Centre Rd	Wilmington, DE 19805
Ms. Gretchen Butler Clayton, Esq	1013 Centre Rd	Wilmington, DE 19805