PROFIT CORPORATION
ANNUAL REPORT
1997

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

DOCUMENT # 804598 (1)
C T CORPORATION SYSTEM

1. Corporation Name

2. Principal Place of Business
1633 BROADWAY
NEW YORK NY 10001
US

2a. Mailing Address
2700 LAKE COOK ROAD
RIVERWOODS IL 60015-5087
US

3. Date Incorporated or Qualified
08/06/1936

4. FEI Number
51-0000922

5. Certificate of Status Desired

6. Election Campaign Financing

7. Additional Fee Required
$8.75

8. Certificate of Status Desired

9. Name and Address of Current Registered Agent
THE CORPORATION COMPANY
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Principal Place of Business

11. Pursuant to the provisions of Sections 607.0902 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.

12. OFFICERS AND DIRECTORS

D
THORNE, OAKLEIGH
1200 ORANGE ST.
WILMINGTON DE

PD
STAATERMAN, ROBYN
1200 ORANGE ST.
WILMINGTON DE

T
FUNK, DAVID L.
1200 ORANGE STREET
WILMINGTON DE

S
ASHLEY, KENNETH J
2700 LAKE COOK ROAD
RIVERWOODS IL

AT
HEALY, PETER F.
183 BRANTREE DRIVE
BLOOMINGDALE IL

D
WHITNEY, RALPH
2700 LAKE COOKROAD
RIVERWOODS IL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

D
PETER VAN WEL
2700 LAKE COOK ROAD
RIVERWOODS, IL 60015

T
TV

1633 BROADWAY
NEW YORK, NY 10019

SD
BRUCE C. LENZ
2700 LAKE COOK ROAD
RIVERWOODS, IL 60015

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(d), Florida Statutes. I further certify that the information furnished 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 as changed, or on an appointment with an address.

SIGNATURE:

PETER F. HEALY

DATE: 08/27/1997

047-267-7125