

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

**FILED**  
**Mar 02 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 805321 (7)**

1. Corporation Name  
**PITNEY BOWES, INC.**



Principal Place of Business <b>WORLD HEADQUARTERS                  % CORPORATE TAX DEPT.                  STAMFORD CONNECTICUT 06926-7700</b>	Mailing Address <b>WORLD HEADQUARTERS                  % CORPORATE TAX DEPT.                  STAMFORD CONNECTICUT 06926-7700</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country
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3. Date Incorporated or Qualified <b>01/02/1941</b>	4. FEI Number <b>06-0495050</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>	
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM  
 1200 S. PINE ISLAND ROAD  
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City <b>FL</b> 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS

TITLE	VP	<input type="checkbox"/> DELETE
NAME	<b>RIGGS, DOUGLAS A</b>	
STREET ADDRESS	<b>18 WEIR FARMS RD</b>	
CITY-ST-ZIP	<b>RIDGEFIELD CT</b>	
TITLE	P	<input type="checkbox"/> DELETE
NAME	<b>MARC C BRESLAWSKY</b>	
STREET ADDRESS	<b>51 ELEVEN O'CLOCK RD</b>	
CITY-ST-ZIP	<b>WESTON CT</b>	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	<b>TORSONE, JOHNA G.</b>	
STREET ADDRESS	<b>47 OVERLOOK AVE.</b>	
CITY-ST-ZIP	<b>EASTCHESTER NY</b>	
TITLE	P	<input checked="" type="checkbox"/> DELETE
NAME	<b>ST. MARK, CAROLE</b>	
STREET ADDRESS	<b>99 STERLING LAKE LANE</b>	
CITY-ST-ZIP	<b>STAMFORD CT</b>	
TITLE	VPC	<input type="checkbox"/> DELETE
NAME	<b>ARLEN F HENOCK</b>	
STREET ADDRESS	<b>44 TALMADGE LANE</b>	
CITY-ST-ZIP	<b>STAMFORD CT</b>	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
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 register 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: \_\_\_\_\_ **ARLENE HENOCK 2/21/98 (203) 351-7652**

CR2E034 (10/97)

**PITNEY BOWES INC.**  
**CORPORATE OFFICERS AND DIRECTORS**

Terms of Office 5/97-5/98

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Michael J. Critelli	Chairman & Chief Executive Officer	39 Shields Road, Darien, CT 06820
Marc C. Breslawsky	President and Chief Operating Officer	51 Eleven O'Clock Road, Weston, CT 06883
Matthew S. Kissner	President-Pitney Bowes Financial Services	9 Huntington Ave., Scarsdale, NY 10583
John N.D. Moody	President-U.S. Mailing Systems	23 West Branch Road, Westport, CT 06880
Murray Martin	President-Pitney Bowes International	40 Hull Place - Ridgefield, CT 06877
Dennis Roney	President-Pitney Bowes Office Systems Division	222 Brambly Hedge Circle, Fairfield, CT 06430
Murray L. Reichenstein	Vice President-Chief Financial Officer	705 Holly Briar Ln., Naples, FL 34108
Arlen F. Henock	Vice President-Controller & Chief Tax Counsel	44 Talmadge Lane, Stamford, CT 06905
Sara E. Moss	Vice President-General Counsel	325 Central Park West, New York, NY 10025
Douglas A. Riggs	Vice President-Chief Corporate Affairs Officer	18 Weir Farms Road, Ridgefield, CT 06877
Johanna G. Torsonne	Vice President-Personnel	47 Overlook Avenue, Eastchester, NY 10709
Amy C. Corn	Corporate Secretary & Senior Associate General Counsel	8 Colonial Court, New Canaan, CT 06840
Meredith B. Fischer	Vice President-Corporate Marketing & Chief Communications Officer	3 Newtown Terrace, Norwalk, CT 06851
Joseph E. Wall	Vice President-Chief Technology Officer	1338 Brookside Drive, Fairfield, CT 06430
Mary Jo Green	Treasurer	49 Crofts Ln., Stamford, CT 06903

**DIRECTORS**

<u>NAME</u>	<u>ADDRESS</u>
Linda G. Alvarado	1266 Santa Fe Drive, Denver, CO 80204
Marc C. Breslawsky	51 Eleven O'Clock Road, Weston, CT 06883
William E. Butler	106 Partridge Lane, Hunting Valley, OH 44022
Colin G. Campbell	1088 Park Avenue, Apt. 15-C, New York, NY 10128
Michael J. Critelli	39 Shields Road, Darien, CT 06820
Ernest Green	President-Ernie Green Industries, Inc.-1785 Big Hill Road-Dayton, OH 45439
Charles E. Hugel	Tennis Lane, Bald Peek Colony Club, Melvin Village, NH 03850
David T. Kimball	16170 El Camino Real, Rancho Santa Fe, CA 92067
Michael I. Roth	20 Pond View Lane, Stamford, CT 06903
Phyllis S. Sewell	7716 Pinemeadow Lane, Cincinnati, OH 45334

**Business Address**  
**Pitney Bowes Inc.**  
**World Headquarters, One Elmcroft Rd.**  
**Stamford, Connecticut 06926-0700**