

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

FILED

May 07 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Morthem Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 808636 (5)  
1. Corporation Name  
THE BOEING COMPANY

Principal Place of Business 7755 E MARGINAL WAY S P.O. BOX 3707, M/S 1F-09 SEATTLE WA 98108	Mailing Address 7755 E MARGINAL WAY S P.O. BOX 3707, M/S 1F-09 SEATTLE WA 98108
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 7755 E. MARGINAL WAY SO. Suite, Apt. #, etc. 22 M/S 1F-09 City & State 23 SEATTLE, WASHINGTON Zip 24 98108 Country 25 USA		2a. Mailing Address 26 P.O. BOX 3707 M/S 1F-09 Suite, Apt. #, etc. 27 City & State 28 SEATTLE, WASHINGTON Zip 29 98124 Country 30 USA		3. Date Incorporated or Qualified 08/02/1951	4. FEI Number 91-0425694 Applied For Not Applicable	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No
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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 FL 85 Zip Code			
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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				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	SVP	<input type="checkbox"/> DELETE		1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	GIVAN, B.E.			1.2 NAME	See Attached Schedule		
STREET ADDRESS	7755 E MARGINAL WAY S			1.3 STREET ADDRESS			
CITY-ST-ZIP	SEATTLE WA			1.4 CITY-ST-ZIP			
TITLE	PD	<input type="checkbox"/> DELETE		2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	CONDIT, PHILIP M			2.2 NAME			
STREET ADDRESS	7755 E MARGINAL WAY S			2.3 STREET ADDRESS			
CITY-ST-ZIP	SEATTLE WA			2.4 CITY-ST-ZIP			
TITLE	T	<input type="checkbox"/> DELETE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	JAEGER, D.A.			3.2 NAME			
STREET ADDRESS	7755 E MARGINAL WAY S			3.3 STREET ADDRESS			
CITY-ST-ZIP	SEATTLE WA			3.4 CITY-ST-ZIP			
TITLE	VPS	<input type="checkbox"/> DELETE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	BEIGHLE, D. P.			4.2 NAME			
STREET ADDRESS	7755 E MARGINAL WAY S			4.3 STREET ADDRESS			
CITY-ST-ZIP	SEATTLE WA			4.4 CITY-ST-ZIP			
TITLE	AT	<input checked="" type="checkbox"/> DELETE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	VANERPOL, G.L.			5.2 NAME			
STREET ADDRESS	7755 E MARGINAL WAY S			5.3 STREET ADDRESS			
CITY-ST-ZIP	SEATTLE WA			5.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME				6.2 NAME			
STREET ADDRESS				6.3 STREET ADDRESS			
CITY-ST-ZIP				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.

SIGNATURE: *R. A. Sartor* R. A. Sartor

APR 21 1998

(206) 655-4538

CR2E034 (10/97)

**SEPTEMBER 1997**  
**THE BOEING COMPANY**

**OFFICERS**

PHILIP M. CONDIT	CHAIRMAN/ CHIEF EXECUTIVE OFFICER	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
HARRY C. STONECIPHER	PRESIDENT/ CHIEF OPERATING OFFICER	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
JAMES B. DAGNON	SENIOR VICE PRESIDENT PEOPLE	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
STANLEY EBNER	SENIOR VICE PRESIDENT	7755 E. MARGINAL WAY S SEATTLE, WA 98108
BOYD E. GIVAN	SENIOR VICE PRESIDENT/ CHIEF FINANCIAL OFFICER	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
JOHN SCHMIT	EXECUTIVE VICE PRESIDENT- DEFENSE & SPACE GROUP	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
ALAN R. MULALLY	SENIOR VICE PRESIDENT PRESIDENT, INFORMATION, SPACE AND DEFENSE SYSTEMS GROUP	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
JOHN D. WARNER	PRESIDENT-BOEING INFORMATION AND SUPPORT SERVICES	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
RONALD B. WOODARD	SENIOR VICE PRESIDENT/ PRESIDENT COMMERCIAL AIRPLANE GROUP	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
DOUGLAS P. BEIGHLE	SENIOR VICE PRESIDENT	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
JAMES F. PALMER	SENIOR VICE PRESIDENT/PRESIDENT SHARED SERVICES GROUP	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
GARY W. BEIL	STAFF V. P. & CONTROLLER	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
THEODORE J. COLLINS	SENIOR VICE PRESIDENT/ GENERAL COUNSEL	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
DENNIS J. CRISPIN	VICE PRESIDENT - EMPLOYEE BENEFITS, INSURANCE AND TAXES	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
DAVID A. JAEGER	VICE PRESIDENT & TREASURER	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
RICHARD L. SARTOR	ASSISTANT TREASURER	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
BERNARD A. DONAHUE	ASSISTANT SECRETARY	7755 E. MARGINAL WAY S. SEATTLE, WA 98108

**SEPTEMBER 1997**

**THE BOEING COMPANY**

**DIRECTORS**

**JOHN H. BIGGS**

**7303 3<sup>rd</sup> AVENUE  
NEW YORK, NY 10017-3206**

**JOHN E. BRYSON**

**P.O. BOX 800  
ROSEMEAD, CA 91770**

**PHILIP M. CONDIT**

**7755 E. MARGINAL WAY S.  
SEATTLE, WA 98108**

**KENNETH M. DUBERSTEIN**

**2100 PENNSYLVANIA AVENUE N.  
WASHINGTON DC 20418-0009**

**JOHN B. FERY**

**P.O. BOX 15407  
BOISE, ID 83715**

**PAUL E. GRAY**

**77 MASSACHUSETTS AVE.  
CAMBRIDGE, MA 02139**

**JOHN F. McDONNELL**

**1034 S. BRENTWOOD BLVD.  
ST. LOUIS, MO 63117-1218**

**DONALD E. PETERSEN**

**255 E. BROWN, SUITE 460  
BIRMINGHAM, MI 48009-6210**

**CHARLES M. PIGOTT**

**P.O. BOX 1518  
BELLEVUE, WA 98009**

**ROZANNE L. RIDGWAY**

**2695 MARCEY ROAD  
ARLINGTON, VA 22207-5231**

**HARRY C. STONECIPHER**

**7755 E. MARGINAL WAY S.  
SEATTLE, WA 98108**

**GEORGE H. WEYERHAEUSER**

**33663 WEYERHAEUSER WAY S.  
FEDERAL WAY, WA 98003**