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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **808636**

1. Corporation Name
THE BOEING COMPANY

Principal Place of Business
**7755 E MARGINAL WAY S
M/S 1F-09
SEATTLE WA 98108
US**

Mailing Address
**7755 E MARGINAL WAY S
P.O. BOX 3707, M/S 1F-09
SEATTLE WA 98124
US**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/02/1951	
21		26		4. FEI Number 91-0425694	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		Applied For Not Applicable	
22		27		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required <input checked="" type="checkbox"/>	
City & State		City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
23		28		8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Zip		Zip			
24		29		30	
Country		Country			

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

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, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	SVP	1.1 TITLE	PRESIDENT & DIRECTOR
NAME	GIVAN, B.E.	1.2 NAME	HARRY C. STONECIPHER
STREET ADDRESS	7755 E MARGINAL WAY S	1.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA	1.4 CITY-ST-ZIP	
TITLE	PD	2.1 TITLE	CHAIRMAN & DIRECTOR
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	3.1 TITLE	
NAME	JAEGAR, 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	4.1 TITLE	JAMES C. JOHNSON
NAME	BEIGHTLE, D.P.	4.2 NAME	See Attached Schedule
STREET ADDRESS	7755 E MARGINAL WAY S	4.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA	4.4 CITY-ST-ZIP	
TITLE	AT	5.1 TITLE	
NAME	SARTOR, RICHARD L	5.2 NAME	
STREET ADDRESS	7755 E. MARGINAL WAY S.	5.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98108	5.4 CITY-ST-ZIP	
TITLE	SVP	6.1 TITLE	
NAME	EBNER, STANLEY	6.2 NAME	
STREET ADDRESS	7755 E. MARGINAL WAY S.	6.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98108	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, with all other like empowered.

SIGNATURE:


SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

APR 07 1999

Date

(206) 655-0646

Daytime Phone #

CR2E034 (11/98)

JANUARY 1999

THE BOEING COMPANY

475602-90017-15
808636

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
DEBORAH C. HOPKINS	SENIOR VICE PRESIDENT/ CHIEF FINANCIAL 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
JAMES F. ALBAUGH	SENIOR VICE PRESIDENT/ PRESIDENT, SPACE AND COMMUNICATIONS GROUP	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
MICHAEL M. SEARS	SENIOR VICE PRESIDENT/ PRESIDENT, MILITARY AIRCRAFT & MISSILE SYSTEMS GROUP	7755 E. MARGINAL WAY S. SEATTLE, WA 98108
ALAN R. MULALLY	SENIOR VICE PRESIDENT/ PRESIDENT, COMMERCIAL AIRPLANE GROUP	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
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
JAMES C. JOHNSON	VICE PRESIDENT-ASSISTANT GENERAL COUNSEL & SECRETARY	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

THE BOEING COMPANY

DIRECTORS

JOHN H. BIGGS

7303 3rd AVENUE
NEW YORK, NY 10017-3206

KENNETH M. DUBERSTEIN

2100 PENNSYLVANIA AVENUE N.
WASHINGTON DC 20418-0009

JOHN F. McDONNELL

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

WILLIAM J. PERRY

320 GALVEZ STREET
STANFORD, CA 94305-6165

HARRY C. STONECIPHER

7755 E. MARGINAL WAY S.
SEATTLE, WA 98108

JOHN E. BRYSON

P.O. BOX 800
ROSEMEAD, CA 91770

PHILIP M. CONDIT

7755 E. MARGINAL WAY S.
SEATTLE, WA 98108

JOHN B. FERY

P.O. BOX 15407
BOISE, ID 83715

PAUL E. GRAY

77 MASSACHUSETTS AVE.
CAMBRIDGE, MA 02139

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
AREINGTON, VA 22207-5231

GEORGE H. WEYERHAEUSER

33663 WEYERHAEUSER WAY S.
FEDERAL WAY, WA 98003

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