

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

FILED
May 04 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 842478 (0)
 1. Corporation Name
BAXTER EXPORT CORPORATION



Principal Place of Business % TAX DEPT..ONE BAXTER PKWY P.O. BOX 703 DEERFIELD IL 60015-0703	Mailing Address % TAX DEPT..ONE BAXTER PKWY P.O. BOX 703 DEERFIELD IL 60015-0703
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
01/29/1979

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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4. FEI Number 36-2605679	Applied For <input type="checkbox"/> 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	

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	T <input type="checkbox"/> DELETE	1.1 TITLE	Stavch J. Meyer T/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCKEE, DAVID C	1.2 NAME	One Baxter Parkway
STREET ADDRESS	228 SURREY LN	1.3 STREET ADDRESS	Deerfield IL 60015
CITY-ST-ZIP	LAKE FOREST IL	1.4 CITY-ST-ZIP	
TITLE	SD <input type="checkbox"/> DELETE	2.1 TITLE	S/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SIECK, ANTHONY G	2.2 NAME	Jan S. Reed
STREET ADDRESS	119 STANLEY AVE	2.3 STREET ADDRESS	One Baxter Parkway
CITY-ST-ZIP	PARK RIDGE IL	2.4 CITY-ST-ZIP	Deerfield IL 60015
TITLE	V <input type="checkbox"/> DELETE	3.1 TITLE	V <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KRAEMER, HARRY M. J	3.2 NAME	Arthur Staubitz
STREET ADDRESS	936 SENECA RD.	3.3 STREET ADDRESS	One Baxter Parkway
CITY-ST-ZIP	WILMETTE IL	3.4 CITY-ST-ZIP	Deerfield, IL 60015
TITLE	ASD <input type="checkbox"/> DELETE	4.1 TITLE	S/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCKEE, DAVID C	4.2 NAME	Jan S. Reed
STREET ADDRESS	228 SURREY LANE	4.3 STREET ADDRESS	One Baxter Parkway
CITY-ST-ZIP	LAKE FOREST IL	4.4 CITY-ST-ZIP	Deerfield IL 60015
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STAUBITZ, ARTHUR F	5.2 NAME	Thomas J. Sabatino, Jr.
STREET ADDRESS	232 DEERFIELD RD	5.3 STREET ADDRESS	One Baxter Parkway
CITY-ST-ZIP	DEERFIELD IL	5.4 CITY-ST-ZIP	Deerfield IL 60015
TITLE	AT <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SHANDOR, IVAN	6.2 NAME	Steven J. Meyer
STREET ADDRESS	1504 N. WAUKEGAN RD	6.3 STREET ADDRESS	One Baxter Parkway
CITY-ST-ZIP	LAKE FOREST IL	6.4 CITY-ST-ZIP	Deerfield 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)(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: _____

DENNIS R. OWCZARSKI
 4/16/98

CR2E034 (10/97)

**BAXTER EXPORT CORPORATION
LIST OF OFFICERS & DIRECTORS
F.E.I.N. 36-2605679**

<u>Title</u>	<u>Officer</u>	<u>Business Address</u>
President	Harry M. Jansen Kraemer, Jr.	One Baxter Parkway Deerfield, IL 60015
Sr. Vice President	Arthur F. Staubitz	One Baxter Parkway Deerfield, IL 60015
Vice President & General Counsel	David C. McKee	One Baxter Parkway Deerfield, IL 60015
Vice President & General Counsel	Thomas J. Sabatino, Jr.	One Baxter Parkway Deerfield, IL 60015
Secretary	Jan S. Reed	One Baxter Parkway Deerfield, IL 60015
Assistant Secretary	Jaime Einstein	One Baxter Parkway Deerfield, IL 60015
Assistant Secretary	Andrew Powell	One Baxter Parkway Deerfield, IL 60015
Treasurer	Steven J. Meyer	One Baxter Parkway Deerfield, IL 60015
Assistant Treasurer	Dennis R. Owczarski	One Baxter Parkway Deerfield, IL 60015
Assistant Treasurer	Charles W. Thurman	One Baxter Parkway Deerfield, IL 60015
	<u>Director</u>	
	David C. McKee	One Baxter Parkway Deerfield, IL 60015
	Jan S. Reed	One Baxter Parkway Deerfield, IL 60015
	Thomas J. Sabatino, Jr.	One Baxter Parkway Deerfield, IL 60015