

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

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**Feb 17 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 849923 (8)
 1. Corporation Name
THE SCOTSMAN GROUP, INC.



Principal Place of Business 8211 TOWN CENTER DR. BALTIMORE MD 21236	Mailing Address 8211 TOWN CENTER DR. BALTIMORE MD 21236-5904
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2. Principal Place of Business 21	2a. Mailing Address 26	3. Date Incorporated or Qualified 06/05/1981	3a. Date of Last Report 02/06/1996
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27	4. FEI Number 52-0665775	Applied For <input type="checkbox"/> Not Applicable
City & State 23	City & State 28	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
Zip 24	Country 25	Zip 29	Country 30
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH 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 _____ DATE _____
 Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GOSSETT, BARRY P	1.2 NAME	
STREET ADDRESS	400 SOUTH RIVER LANDING	1.3 STREET ADDRESS	
CITY-ST-ZIP	EDGEWATER MD	1.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ADAMO, MARIETTA F	2.2 NAME	
STREET ADDRESS	12392 CHRISTY LANE	2.3 STREET ADDRESS	
CITY-ST-ZIP	HYDES MD	2.4 CITY-ST-ZIP	
TITLE	P <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HOLTHAUS, GERARD E	3.2 NAME	
STREET ADDRESS	2802 SHADY GROVE SOUT	3.3 STREET ADDRESS	
CITY-ST-ZIP	BALDWIN MO	3.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BORDER, STEPHEN	4.2 NAME	
STREET ADDRESS	1050 PARK AVE.	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	4.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROSS, JOHN B	5.2 NAME	
STREET ADDRESS	13619 ALLISTON DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	BALDWIN MD	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 do 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. **JOHN B. ROSS**

SIGNATURE: *John B. Ross* SECRETARY **2/10/97 (410) 931-6000**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CP2E034 (9/96)

WILLIAMS SCOTSMAN, INC.
 8211 Town Center Drive
 Baltimore, Maryland 21236
 (Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

STOCK OWNERSHIP COMMON

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>
Stephen Berger 059-32-0737	1050 Park Avenue New York, NY 10028 212-876-7778	General Partner Odyssey Partners 212-708-0650 212-708-0750 - fax	Yes
Muzzafar Mirza 549-57-9566	36 Dublin Hill Road Greenwich, CT 06830 203-622-7458	Odyssey Partners 212-708-0672 212-708-0750 - fax	Yes
Brian Kwait 299-40-7496	137 Catrock Road Cos Cob, CT 06807 203-861-9662	Odyssey Partners 212-708-0685 212-709-0750 - fax	Yes
Barry P. Gossett 220-34-3129	490 South River Landing Edgewater, MD 21037 410-721-1350	Chief Executive Officer 410-931-6100 410-931-6117 - fax	Chairman
Gerard E. Holfhaus 215-48-9548	2802 Shady Grove Ct. Baldwin, MD 21013 410-557-9057	President Chief Operating Officer 410-931-6101 410-931-6117 - fax	Yes

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
Marietta F. Adamo 220-62-0296	12938 Harford Road Hydes, MD 21082 410-592-3561	Executive Vice President Administration/Asst. Secretary 410-931-6102 410-931-6117 - fax	No	
William H. Ryan 174-38-4763	2404 Burnham Drive Fallston, MD 21047 410-877-2939	Vice President Customer Dev. Services 410-931-6103 410-931-6117 - fax	No	
Katherine K. Giannelli 213-52-9124	1002 Milching Drive Bel Air, MD 21015 410-836-7614	Vice President/Controller 410-931-6171 410-931-6113 - fax	No	
William C. LeBuhn 213-50-3317	3706 Greenspring Drive Havre de Grace, MD 21078 410-734-7640	Vice President Human Resources 410-931-6106 410-931-6117 - fax	No	
Gerard E. Keefe 213-70-7114	2 Seaberry Court Timonium, MD 21093 410-252-4732	Vice President Fleet and Finance 410-931-6108 410-931-6117 - fax	No	

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SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
John B. Ross 265-80-2613	13619 Alliston Drive Baldwin, MD 21013 410-592-8638	Vice President Corporate Counsel/Secretary 410-931-6105 410-931-6117 - fax	No	
William J. Wyatt 405-52-0166	12610 Kernwood Lane Bowie, MD 20715 301-262-1253	Vice President Marketing and Sales Support 410-931-6107 410-931-6047 - fax	No	
Joseph F. Donegan 157-44-1875	6 Conestoga Court Medford, NJ 08055 609-953-9058	Vice President Northeastern Regional Mgr. 609-767-1500 609-753-0260 - fax	No	
J. Collier Beall 256-72-5849	760 Winston Drive Lawrenceville, GA 30244 404-972-3506	Vice President Southeastern Regional Mgr. 770-995-5070 770-513-1736 - fax	No	
James D. Funk 353-36-8101	1940 Brentwood Lane East Wheaton, IL 60187 708-682-8673	Vice President Midwestern Regional Mgr. 708-293-0095 708-293-3015	No	

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<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
Robert W. Hansen 560-13-3120	1013 Cleveland Street Woodland, CA 95695 916-666-7037	Vice President Western Regional Mgr. 707-451-3080 707-451-3803 - fax	No	
Bernard J. Lenk 173-32-2001	1339 Blackwalnut Ct. Annapolis, MD 21403 410-268-4581	Assistant Treasurer 410-931-6096 410-931-6030 - fax	No	
Maynard G. Becker 179-38-0921	639 Cricket Lane McSherrytown, PA 17344 717-637-2054	Assistant Treasurer 410-931-6093 410-931-6030 - fax	No	
Marie S. Hill 217-40-6585	9808 Forge Park Road Perry Hall, MD 21128 410-256-7355	Assistant Secretary 410-931-6104 410-931-6117 - fax	No	
Gloria J. Holthaus 214-50-0814	4324 Blakely Avenue Baltimore, MD 21236 410-931-0596	Assistant Secretary 410-931-6124 410-931-6117 - fax	No	
Diana M. Stopper 162-38-8023	18 Gerwell Court Upper Falls, MD 21156 410-592-6482	Assistant Secretary 410-931-6121 410-931-6117 - fax	No	

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

NAME

Chilton N. Leach
585-34-1397

Scotsman Holdings

HOME ADDRESS/PHONE

3268 Redwood Street
Las Vegas, NV 89102
702-222-0768

8211 Town Center Drive
Baltimore, MD 21236

TITLE/OFFICE PHONE/FAX

Nevada Compliance Officer
702-798-6080
702-798-6163 - fax

DIRECTOR

No

STOCK OWNERSHIP COMMON

100%