

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

FILED
Feb 02 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 # 849923 (8)

1. Corporation Name
WILLIAMS SCOTSMAN, INC.

Principal Place of Business 8211 TOWN CENTER DR. BALTIMORE MD 21236	Mailing Address 8211 TOWN CENTER DR. BALTIMORE MD 21236
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/05/1981	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 52-0665775		Applied For Not Applicable	
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Country	29 Country	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 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	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	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 checked="" type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ADAMO, MARIETTA F	2.2 NAME	VP
STREET ADDRESS	12392 CHRISTY LANE	2.3 STREET ADDRESS	KERFE, GERARD G.
CITY-ST-ZIP	HYDES MD	2.4 CITY-ST-ZIP	258 BERRY COURT
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 COURT	3.3 STREET ADDRESS	
CITY-ST-ZIP	BALDWIN MO	3.4 CITY-ST-ZIP	
TITLE	D <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BORDER, STEPHEN	4.2 NAME	D
STREET ADDRESS	1050 PARK AVE.	4.3 STREET ADDRESS	DOCTOROFF, DANIEL L
CITY-ST-ZIP	NEW YORK NY	4.4 CITY-ST-ZIP	309 WEST 91ST STREET
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 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 only in attachment with an address.

CR2E034 (10/97)

CONFIDENTIAL

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WILLIAMS SCOTSMAN, INC.
(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>
Robert B. Henske 192-52-5521 DOB: 6/12/61	133 Ridgeway Road Hillsborough, CA 97010 415-348-6000	Principal Arbor Investors, LLC 415-234-0524 415-234-0525 - fax	Yes
James L. Singleton 136-48-4923 DOB: 11/28/55	177 East 75th Street, Apt. 19B New York, NY 10021 212-794-1775	Vice Chairman The Cypress Group, LLC 212-705-0153 212-705-0199 - fax	Yes
David P. Spalding 103-84-7141 DOB: 5/16/54	19 Hilltop Road Bronxville, NY 10538 914-337-8233	Vice Chairman The Cypress Group, LLC 212-705-0154 212-705-0199 - fax	Yes
Joseph F. Donegan 157-44-1875 DOB: 9-17-50	6 Conestoga Court Medford, NJ 08055 609-953-9058	Senior Vice President Northern Division Mgr. 609-767-1500 609-753-0260 - fax	No
J. Collier Beall 256-72-5849 DOB: 3-14-48	760 Winston Drive Lawrenceville, GA 30244 404-972-3506	Senior Vice President Southern Division Mgr. 770-995-5070 770-513-1736 - fax	No

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STOCK
OWNERSHIP
COMMON

CONFIDENTIAL

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>
Robert W. Hansen 60-13-3120 DOB: 10-29-56	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 73-32-2001 DOB: 2-14-41	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 DOB: 6-14-47	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 DOB: 8-31-45	2003 Tiffany Terrace Forest Hill, MD 21050 410-803-9456	Assistant Secretary 410-931-6104 410-931-6117 - fax	No
Gloria J. Hoffhaus 214-50-0814 DOB: 10-2-48	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 DOB: 11-2-47	18 Gerwell Court Upper Falls, MD 21156 410-592-6482	Assistant Secretary 410-931-6121 410-931-6117 - fax	No

