

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 # 850283 (3)

1. Corporation Name
HENKEL CORPORATION



Principal Place of Business THE TRIAD #200, 2200 RENAISSANCE BLVD. GULPH MILLS PA 19406	Mailing Address 2200 RENAISSANCE BLVD. THE TRIAD, STE. 200 KING OF PRUSSIA PA 19406-2755 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24 25	29 30

3. Date Incorporated or Qualified 09/04/1981	
4. FEI Number 41-0857894	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	

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	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

TITLE	VS	<input type="checkbox"/> DELETE
NAME	SZOKE, ERNEST G.	
STREET ADDRESS	2200 RENAISSANCE BLVD.	
CITY-ST-ZIP	GULPH MILLS PA	
TITLE	T	<input type="checkbox"/> DELETE
NAME	RIPKA, JAMES E	
STREET ADDRESS	2200 RENAISSANCE BLVD SUITE 200	
CITY-ST-ZIP	GULPH MILLS PA	
TITLE	CD	<input type="checkbox"/> DELETE
NAME	WULFF, HARALD P	
STREET ADDRESS	HENKELSTRASSE 67	
CITY-ST-ZIP	D-40191 DUSSELDORF GE	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	KNUDSON, JOHN E.	
STREET ADDRESS	2200 RENAISSANCE BLVD.	
CITY-ST-ZIP	GULPH MILLS PA	
TITLE	P	<input checked="" type="checkbox"/> DELETE
NAME	RUSSO, JOSEPH D	
STREET ADDRESS	25817 CLAWITER RD	
CITY-ST-ZIP	HAYWARD CA	
TITLE	VPD	<input type="checkbox"/> DELETE
NAME	BETZ, ROBERT T.	
STREET ADDRESS	5051 ESTECREEK	
CITY-ST-ZIP	CINCINNATI OH	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

(SEE ATTACHED FOR COMPLETE LIST OF DIRECTORS & OFFICERS)

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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 in an attachment with an address.

Elections as of April 1, 1998

HENKEL CORPORATION

DIRECTORS AND OFFICERS

DIRECTORS:

Dr. Harald P. Wulff
Chairman

Henkel KGaA
Henkelstrasse 67
D-40191 Düsseldorf
Germany

Ursula Fairchild

6126 Avenida Cresta
La Jolla, CA 92037

Robert A. Lurcott

The Triad, Suite 200
2200 Renaissance Boulevard
Gulph Mills, PA 19406

Robert T. Betz

5051 Estecreek Drive
Cincinnati, OH 45232-1447

Christoph Henkel

Henkel KGaA
Henkelstrasse 67
D-40191 Düsseldorf
Germany

OFFICERS:

Dr. Harald P. Wulff
Chairman

Henkel KGaA
Henkelstrasse 67
D-40191 Düsseldorf
Germany

Robert A. Lurcott
President & CEO

The Triad, Suite 200
2200 Renaissance Boulevard
Gulph Mills, PA 19406

Robert T. Betz
President, Chemicals Group

5051 Estecreek Drive
Cincinnati, OH 45232-1447

HENKEL CORPORATION
DIRECTORS AND OFFICERS
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OFFICERS (Continued):

James W. Harrison President Surface Technologies Group	32100 Stephenson Highway Madison Heights, MI 48071
Ullrich Reckert Executive Vice President - Canada	2290 Argentia Road Mississauga, Ontario, Canada L5N 6H9
John E. Knudson Vice President Finance and Chief Financial Officer	The Triad, Suite 200 2200 Renaissance Boulevard Gulph Mills, PA 19406
Ernest G. Szoke Vice President, Secretary and Chief Legal Officer	The Triad, Suite 200 2200 Renaissance Boulevard Gulph Mills, PA 19406
Monika Krug Vice President Corporate Planning & Development	The Triad, Suite 200 2200 Renaissance Boulevard Gulph Mills, PA 19406
Martin L. Brown Vice President, Human Resources and Operating Standards	The Triad, Suite 200 2200 Renaissance Boulevard Gulph Mills, PA 19406
H. Steve Koenig Vice President, Reengineering	The Triad, Suite 200 2200 Renaissance Boulevard Gulph Mills, PA 19406
Robert S. Dudley Vice President, Public Affairs & Communications	The Triad, Suite 200 2200 Renaissance Boulevard Gulph Mills, PA 19406
Joseph F. Stelluto Vice President of Health, Safety & Environmental Affairs	The Triad, Suite 200 2200 Renaissance Boulevard Gulph Mills, PA 19406

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DIRECTORS AND OFFICERS
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OFFICERS (Continued):

**James E. Ripka
Treasurer**

**The Triad, Suite 200
2200 Renaissance Boulevard
Gulph Mills, PA 19406**

**William Reardon
Assistant Treasurer**

**The Triad, Suite 200
2200 Renaissance Boulevard
Gulph Mills, PA 19406**

**Robert S. Kahn
Controller**

**The Triad, Suite 200
2200 Renaissance Boulevard
Gulph Mills, PA 19406**

**Wayne C. Jaeschke
Assistant Secretary**

**140 Germantown Pike
Plymouth Meeting, PA 19462**

**Patricia A. Mosesso
Assistant Secretary**

**The Triad, Suite 200
2200 Renaissance Boulevard
Gulph Mills, PA 19406**

**John R. Fulton, III
Assistant Treasurer**

**The Triad, Suite 200
2200 Renaissance Boulevard
Gulph Mills, PA 19406**