

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

FILED
May 11 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 # F97000001917 (0)
 1. Corporation Name
ALLIEDSIGNAL INTERNATIONAL FINANCE CORPORATION



Principal Place of Business 3500 GARRETT DR. SANTA CLARA CA 95054	Mailing Address 3500 GARRETT DR. SANTA CLARA CA 95054
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24 25	2a. Mailing Address 26 c/o AlliedSignal Inc. 27 Suite, Apt. #, etc. 27 101 Columbia Road 28 City & State 28 Morristown, NJ 29 Zip Country 29 07962-1057 30 USA
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3. Date Incorporated or Qualified 04/14/1997	
4. FEI Number 22-2858225	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 checked="" 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 _____ Signature: typed or printed name of registered agent and the filer if applicable (NOTE: Registered Agent's signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PDC	<input type="checkbox"/> DELETE
NAME	FRIEL, ROBERT F	Schedule Attached
STREET ADDRESS	101 COLUMBIA RD.	
CITY-ST-ZIP	MORRISTOWN NJ 07962	
TITLE	SD	<input type="checkbox"/> DELETE
NAME	PATRICK, VICTOR P	
STREET ADDRESS	101 COLUMBIA RD.	
CITY-ST-ZIP	MORRISTOWN NJ 07962	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SINAIKIN, RONALD A	
STREET ADDRESS	101 COLUMBIA RD.	
CITY-ST-ZIP	MORRISTOWN NJ 07962	
TITLE	VTD	<input type="checkbox"/> DELETE
NAME	LUNKING, ORVILLE G	
STREET ADDRESS	101 COLUMBIA RD.	
CITY-ST-ZIP	MORRISTOWN NJ 07962	
TITLE	DT	<input type="checkbox"/> DELETE
NAME	MARKS, THEODORE S	
STREET ADDRESS	3500 GARRETT DR.	
CITY-ST-ZIP	SANTA CLARA CA 95054	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	KIRTLEY, STEPHEN W	
STREET ADDRESS	3500 GARRETT DR.	
CITY-ST-ZIP	SANTA CLARA CA 95054	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	
13 STREET ADDRESS	
14 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 checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	Gamble, John Jr.
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 on an attachment with an address.

CR2E034 (10/97)

04/21/98

Officers and Directors - Business Address

AlliedSignal International Finance Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
John Dorsey	Assistant Secretary	Suite 3812-16, Shell Tower Times Square, 1 Matheson Street Causeway Bay,
Robert Friel	Director President	AlliedSignal Inc. 101 Columbia Road Morristown, NJ 07962
John Gamble Jr.	Director Vice President-Finance and Treasurer	AlliedSignal Inc. 101 Columbia Road Morristown, NJ 07962
Stephen Kirtley	Director Vice President	AlliedSignal Inc. 3500 Garrett Drive Santa Clara, CA 95054
Theodore Marks	Director Assistant Treasurer	AlliedSignal Inc. 3500 Garrett Drive Santa Clara, CA 95054
Vincent McMullin	Assistant Vice President-Taxes	AlliedSignal Inc. 101 Columbia Road Morristown, NJ 07962
Victor Patrick	Director Vice President and Secretary	AlliedSignal Inc. 101 Columbia Road Morristown, NJ 07962
Kenneth Ponder	Assistant Vice President-Taxes	AlliedSignal Inc. 3500 Garrett Drive Santa Clara, CA 95054
Ronald Sinaikin	Vice President-Taxes	AlliedSignal Inc. 101 Columbia Road Morristown, NJ 07962