

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED

Sep 03 1998 8:00am
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
 Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F97000004375 (8)
 1. Corporation Name

3COM CORPORATION



Principal Place of Business
 5400 BAYFRONT PLAZA M/S 1308
 SANTA CLARA CA 95052

Mailing Address
 5400 BAYFRONT PLAZA M/S 1308
 SANTA CLARA CA 95052

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

2a. Mailing Address

3. Date incorporated or Qualified

08/18/1997

4. FEI Number

94-2605794

Applied For
 Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

24 Zip 25 Country

29 Zip 30 Country

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY
 1201 HAYS STREET
 TALLAHASSEE FL 32301-2525

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 _____ 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	CEO	<input type="checkbox"/> DELETE
NAME	BENHAMOU, ERIC A	
STREET ADDRESS	5400 BAYFRONT PLAZA	
CITY-ST-ZIP	SANTA CLARA CA 95052	
TITLE	P	<input type="checkbox"/> DELETE
NAME	BENHAMOU, ERIC A	
STREET ADDRESS	5400 BAYFRONT PLAZA	
CITY-ST-ZIP	SANTA CLARA CA 95052	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BARKSDALE, JAMES L	
STREET ADDRESS	501 E. MIDDLEFIELD RD	
CITY-ST-ZIP	MOUNTAIN VIEW CA 94043	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CAMPBELL, GORDON	
STREET ADDRESS	111 W. EVELYN AVE, SUITE 101	
CITY-ST-ZIP	SUNNYVALE CA 94089	
TITLE	VC	<input type="checkbox"/> DELETE
NAME	COWELL, CASEY	
STREET ADDRESS	8100 N. MCCORMICK BLVD	
CITY-ST-ZIP	SKOKIE IL 60078	
TITLE	D	<input type="checkbox"/> DELETE
NAME	COWIE, JAMES E	
STREET ADDRESS	135 S. LASALLE	
CITY-ST-ZIP	CHICAGO IL 60603	

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 on an attachment with an address.

SIGNATURE: _____

SIGNATURE IN FULL: Associate Gen Counsel

CR2E034 (5/98)

ELECTED 3Com CORPORATION EXECUTIVE OFFICERS

ERIC A. BENHAMOU
5400 Bayfront Plaza
Santa Clara, CA 95052

**Chairman, and
Chief Executive Officer**

RICK EDSON
6201 West Oakton St.
Morton Grove, IL 60053

**Senior Vice President,
Client Access Products,
New Business Initiatives**

DEBRA J. ENGEL
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President,
Corporate Services**

RALPH GODFREY
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President,
Client Access Products
Americas Sales**

JOHN H. HART
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President, Technology
and Chief Technical Officer**

RANDY HEFFNER
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President,
Client Access Products
Operations**

RICHARD W. JOYCE
3Com (UK) Ltd.
Ascot Berkshire
England

**Senior Vice President,
RAPD**

ALAN J. KESSLER
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President,
Enterprise Systems Business Unit
Global Sales**

ROSS MANIRE
1800 W. Central Road
Mt. Prospect, IL 60056

**Senior Vice President,
Carrier Systems Business Unit**

MARK MICHAEL
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President,
General Counsel & Secretary**

CHRISTOPHER B. PAISLEY
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President, Finance and
Chief Financial Officer**

JANICE M. ROBERTS
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President, Marketing
and Business Development**

RONALD A. SEGE
80 Central Street
Boxborough, MA 01719

**Senior Vice President
Enterprise Systems Business Unit,
Global Products**

DOUGLAS C. SPRENG
5400 Bayfront Plaza
Santa Clara, CA 95052

**Executive Vice President,
Interface Products Group**

THOMAS L. THOMAS
5400 Bayfront Plaza
Santa Clara, CA 95052

**Senior Vice President,
Global Information Systems and
Chief Information Officer**

3Com CORPORATION OTHER OFFICERS

MIKE ADELL
7770 N. Frontage Road
Skokie, IL 60007

Vice President, 3CAP, NA Retail

ARFAN ALI
2270 Chain Bridge Road
Suite 100
Vienna, VA 22182

Vice President, 3CS Marketing

WOODY L. AKIN
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President National Accounts
World Wide Sales

JIM BASIJI
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President Engineering
Personal Connectivity Operations

REGINALD BEST
5400 Bayfront Plaza
Santa Clara, CA 95052

General Manager
Remote Access Products Operations/NJ

JUDY BRUNER
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, Division Controller
3Com Systems

STEVE BAUMAN
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, 3CS VPN

DAVID BAXTER
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, 3ES NMD Engineering

STEVEN T. CAMPBELL
8100 N. McCormick Blvd.
Skokie, IL 60076

Vice President, 3CS & 3CAP Finance

STEVE H. CARTER
3Com Europe Limited
Boundary Way
Hemel Hempstead
Hertfordshire
HP2 7YU
United Kingdom

Vice President Engineering
Premises Distribution Division

ARTURO CAZARES
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, LAT Field

CHU CHANG
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, 3ES, CSO

NEIL CLEMMONS
7770 Frontage Road
Skokie IL 60077-2690

Vice President, 3CAP,
PCD Marketing

PATRICIA CUTHBERT
5400 Bayfront Plaza
Santa Clara, CA 95052

Treasurer

ABE DARWISH
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President Real Estate & Site Services

JERRY DEVLIN
7770 N. Frontage Road
Skokie, IL 60077

Vice President, 3CAP, PCD Ops.

MICHAEL DOLBEC
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, Business Development

DONNA DUBINSKY
1565 Charleston Rd.
Mountain View CA 94043

Vice President & General Manager
Palm Computing Division

MADELINE FACKLER
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, WW Business Applications

RANETTE FLETCHER
5400 Bayfront Plaza
Santa Clara, CA 95052

Assistant Secretary

RONALD B. FRIEDMAN
5400 Bayfront Plaza
Santa Clara, CA 95052

Associate General Counsel
and Assistant Secretary

JEF GRAHAM
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President Marketing
Personal Connectivity Operations

ALAN D. GROVES
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President Corporate Controller,
Financial Analysis & Reporting, Finance

CLIVE HUDSON
Compass Point
220 Wharfedale Road, Winnersh
Wokingham, Berkshire
United Kingdom RG41 5TP

Vice President, 3CAP
Europe Field

AL HUEFNER
3Com Corporation/UNet Building
1800 Central Avenue,
Mt. Prospect, IL 60056

Vice President, 3CS
Customer Network Service

JERRY JALABA
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President
Systems Sales Operations

ROY JOHNSON
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President and General Manager
Network Management Division

JERRY JOHNSTON
8100 McCormick Blvd.
Skokie IL, 60076

Vice President, Corporate Marketing

MATTHEW KAPP
3Com Asia Ltd.
23/F Li Po Chun Chambers
189 Des Voeux Road, Central
Hong Kong

Vice President Asia Pacific Rim
World Wide Sales

RAKEFET KASDIN
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President
Personal Connectivity Operations
Desktop Products

JERRY KENAN
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President
GIS Comp. & Network Services

JOHN KENNY
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, Distribution

EILEEN LANDAUER
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, Tax & Trade

ROGER MANKA
6201 W. Oakton
Morton Grove, IL 60053

Vice President, Americas Sales
Carrier Systems

JOHN MANZO
1800 Central Avenue
Mt. Prospect, IL 60056

Vice President, 3CS R&D

EDGAR MASRI
Eaton Court
Maylands Avenue
Hemel Hempstead
Hertfordshire HP27DF
England

Vice President and General Manager
Premises Distribution Division

BRIDGET McNEIL
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, 3CAP, Marketing

RANDY MEALS
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President and General Manager
APD

MARLA MELLIES
7770 N. Frontage Rd.
Skokie IL 60077

Vice President, 3CAP, Human Resources

JIM MONGIELLO
3393 Octavius Drive
Santa Clara, CA 95054

Vice President and General Manager
BAD

DE MOORE
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, NA Channel Sales

DON MULDER
1800 West Central Road
Mount Prospect, IL 60056

Vice President, 3CS,
Strategic Alliance & Planning

EILEEN NELSON
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, 3ES, Human Resources

CHANDY NILAKANTAN
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President & General Manager
3ES EWD

JEAN-PIERRE PATKAY
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President Manufacturing
3Com Systems

STEVE ROWLEY
Pacific House, Third Ave.
Globe Park Marlow-on-Thames
Buckinghamshire SL7 1YL ENGLAND

Vice President, 3ES, Europe Field

RON RUDOLPH
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President, Human Resources Operations

MICK SEAMAN
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President and Chief Technical Officer
3Com Systems

BARBARA SHAPIRO
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President Corporate Communications,
Marketing

NACHMAN SHELEF
Nicecom Limited
3 Tevuot Ha'aretz St.
P.O. B. 24057
Tel Aviv, 61240 ISRAEL

Vice President and General Manager
NiceCom Division

W. PAUL SHERER
5400 Bayfront Plaza
Santa Clara, CA 95052

Vice President
Technology Development

SHARON STUDER
Merchant's House
Wilkinson Road
Cirencester,
Gloucestershire GL71YT

Vice President and General Manager
Remote Access Products Operations

DAVID G. TOLWINSKI
85 Range Way Road
North Billerica, MA 01862

Vice President and General Manager
Switching Division

GEORGE VINYARD
8100 N. McCormick Blvd.
Skokie, IL 60076

Vice president, IP and Associate
General Counsel

DALE WALSH
7770 Frontage Road
Skokie, IL 60077

Vice President
3CAP, Transmission Tech.

TOM WERNER
1800 West Central Road
Mt. Prospect, IL 60056.

Vice President, 3CS Manufacturing

3COM CORPORATION DIRECTORS

ERIC A. BENHAMOU
Chairman, President & CEO
3Com Corporation
5400 Bayfront Plaza
Santa Clara, CA 95052

PHILIP C. KANTZ
President & CEO
Tab Products
1400 Page Mill Rd.
Palo Alto, CA 94304

JAMES L. BARKSDALE
President & CEO
Netscape Communications Corp.
501 E. Middlefield Road
Mountain View, CA 94043

WILLIAM F. ZUENDT
President & COO
Wells Fargo Bank
Mail Code 0101121
420 Montgomery Street, 12th Floor
San Francisco, CA 94163 (US Mail)
94164 (Fed Express)

GORDON CAMPBELL
President & CEO
Techfarm, Inc.
111 West Evelyn Ave., Suite 101
Sunnyvale, CA 94089

CASEY COWELL
Vice Chairman
Durandal, Inc.
676 N. Michigan Ave., Ste 3450
Chicago, IL 60611

JAMES E. COWIE
General Partner
Frontenac Company
135 South LaSalle
Chicago, IL 60603

DAVID W. DORMAN
President & CEO
PointCast
501 Macara Ave.
Sunnyvale, CA 94086

JEAN-LOUIS GASSEE
Chairman & CEO
Be Inc.
800 El Camino Real, Suite 300
Menlo Park, CA 94025

PAUL YOVOVICH
Private Investor and
Corporate Director
Advance Ross Corporation
233 South Wacker
Chicago, IL 60606