

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

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PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # P01135 (3)

1. Corporation Name
ILLINOIS TOOL WORKS INC.



Principal Place of Business: 3600 WEST LAKE AVENUE, GLENVIEW IL 60025-2811
Mailing Address: 3600 WEST LAKE AVENUE, TAX DEPT., GLENVIEW IL 60025-2811, US

3. Date Incorporated or Qualified: 03/07/1984
3a. Date of Last Report: 04/27/1995
4. FEI Number: 36-1258310
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 has liability for intangible tax under s 199.032, Florida Statutes: Yes No

2. Principal Place of Business (21-24) and 2a. Mailing Address (26-30) fields with sub-headers for Suite, City & State, Zip, and Country.

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 (81-85) fields for Name, Street Address, City, and 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 title if applicable) (NOTE: Registered Agent signature required when re-registering) DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETED
CEO	NICHOLS, JOHN D.	3600 W LAKE AVE	GLENVIEW IL	<input checked="" type="checkbox"/>
VS	STEWART S. HUDNUT	3600 W LAKE AVE	GLENVIEW IL	<input type="checkbox"/>
VT	ROBINSON, MICHAEL J.	3600 W LAKE AVE	GLENVIEW IL	<input type="checkbox"/>
D	CATHCART, SILAS	3600 W LAKE AVE	GLENVIEW IL	<input checked="" type="checkbox"/>
D	NICHOLS, JOHN D.	3600 W LAKE AVE	GLENVIEW IL	<input type="checkbox"/>
D	SMITH, HAROLD B.	3600 W LAKE AVE	GLENVIEW IL	<input type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP	2.1 TITLE	2.2 NAME	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP	3.1 TITLE	3.2 NAME	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP	4.1 TITLE	4.2 NAME	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP	5.1 TITLE	5.2 NAME	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP	6.1 TITLE	6.2 NAME	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP
CEO	W. James Farrell	3600 West Lake Avenue	Glenview, IL 60025-5811									V, Tax	Robert V. McGrath	3600 West Lake Avenue	Glenview, IL 60025-5811								

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: *Robert V. McGrath* Robert V. McGrath Vice President, Tax 4/19/96 847-724-7500
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (12/95)

ILLINOIS TOOL WORKS INC.

FEIN: 36-1258310

Officers and Directors

State of Incorporation: Delaware
Date of Incorporation: June 19, 1961

<u>Name</u>	<u>Social Security</u>	<u>Title</u>	<u>Address</u>
<u>Officers</u>			
John D. Nichols	150-22-4370	Chairman	3600 W. Lake Ave., Glenview, IL 60025-5811
Harold Byron Smith	351-26-2402	Chairman of the Executive Committee	3600 W. Lake Ave., Glenview, IL 60025-5811
W. James Farrell	075-34-6513	President & CEO	3600 W. Lake Ave., Glenview, IL 60025-5811
Stewart S. Hudnut	092-36-3306	Sr. V. P., Gen. Counsel & Secretary	3600 W. Lake Ave., Glenview, IL 60025-5811
Michael W. Gregg	388-32-6941	Sr. V.P. and Controller, Accounting	3600 W. Lake Ave., Glenview, IL 60025-5811
Jon C. Kinney	359-34-0655	V.P. and Controller, Operations	3600 W. Lake Ave., Glenview, IL 60025-5811
Thomas W. Buckman	478-40-8418	Vice President, Patents & Technology	3600 W. Lake Ave., Glenview, IL 60025-5811
John Karpan	483-46-0928	Sr. Vice President Human Resources	3600 W. Lake Ave., Glenview, IL 60025-5811
Michael J. Robinson	334-40-9866	Vice President & Treasurer	3600 W. Lake Ave., Glenview, IL 60025-5811
Robert V. McGrath	381-38-2660	Vice President, Tax	3600 W. Lake Ave., Glenview, IL 60025-5811
Donald L. Van Erden	324-28-6093	V.P., Research & Advanced Technology	3600 W. Lake Ave., Glenview, IL 60025-5811
Robert H. Jenkins	393-42-6027	Executive Vice President	3600 W. Lake Ave., Glenview, IL 60025-5811
F. Ronald Seager	218-36-4914	Executive Vice President	3600 W. Lake Ave., Glenview, IL 60025-5811
Frank S. Plak	355-34-5426	Executive Vice President	3600 W. Lake Ave., Glenview, IL 60025-5811
Russell M. Flaum	127-38-2263	Executive Vice President	3600 W. Lake Ave., Glenview, IL 60025-5811
Hugh J. Zentmyer	328-38-1609	Executive Vice President	3600 W. Lake Ave., Glenview, IL 60025-5811
<u>Directors</u>			
Silas S. Cathcart	359-20-4078		125 S. Wacker Dr., Chicago, IL
John D. Nichols	150-22-4370		3600 W. Lake Ave., Glenview, IL
Harold Byron Smith	351-26-2402		3600 W. Lake Ave., Glenview, IL
Ormand J. Wade	550-52-8252		30 S. Wacker Dr., Chicago, IL
Richard M. Jones	487-28-1860		10440 N. Central Expressway, Dallas, TX
George D. Kennedy	206-22-5457		2315 Sanders Rd., Northbrook, IL
Richard H. Leet	491-22-9316		200 E. Randolph Dr., Chicago, IL
Philip B. Rooney	320-36-0008		3003 Butterfield Rd., Oakbrook IL
Julius W. Becton, Jr.	197-14-1624		Prairie View A & M University, Prairie View, TX
Susan Crown	337-38-5988		222 N. LaSalle St., Chicago, IL
W. James Farrell	075-34-6513		3600 W. Lake Ave., Glenview, IL
H. Richard Crowther	204-26-5556		3600 W. Lake Ave., Glenview, IL
L. Richard Flury	358-62-2727		3600 W. Lake Ave., Glenview, IL
Calvin A. H. Waller	435-46-5078		3600 W. Lake Ave., Glenview, IL

NEXT ANNUAL MEETING 05/13/96

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