

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

FILED
Apr 30 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 # 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
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
03/07/1984

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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4. FEI Number 36-1258310	Applied For <input type="checkbox"/> 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 checked="" 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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FARRELL, W. JAMES	1.2 NAME	
STREET ADDRESS	3600 W. LAKE AVENUE	1.3 STREET ADDRESS	
CITY-ST-ZIP	GLENVIEW IL	1.4 CITY-ST-ZIP	
TITLE	VS	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STEWART S. HUDNUT	2.2 NAME	
STREET ADDRESS	3600 W LAKE AVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	GLENVIEW IL	2.4 CITY-ST-ZIP	
TITLE	VT	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROBINSON, MICHAEL J.	3.2 NAME	
STREET ADDRESS	3600 W LAKE AVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	GLENVIEW IL	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCRATH, ROBERT V	4.2 NAME	
STREET ADDRESS	3600 W LAKE AVE	4.3 STREET ADDRESS	
CITY-ST-ZIP	GLENVIEW IL	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WADE, ORMAND J.	5.2 NAME	
STREET ADDRESS	30 S. WACKER DR.	5.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMITH, HAROLD B.	6.2 NAME	
STREET ADDRESS	3600 W LAKE AVE	6.3 STREET ADDRESS	
CITY-ST-ZIP	GLENVIEW IL	6.4 CITY-ST-ZIP	

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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: *Robert V. McGrath* Robert V. McGrath, Vice President, Tax 4/21/98 847-724-7500

CFR2034 (10/97)

ILLINOIS TOOL WORKS INC.

FEIN: 36-1258310

Officers and DirectorsState of Incorporation: Delaware
Date of Incorporation: June 19, 1961

<u>Name</u>	<u>Social Security</u>	<u>Title</u>	<u>Address</u>
Officers			
W. James Farrell	075-34-6513	Chairman & CEO	3600 W. Lake Ave., Glenview, IL 60025-5811
Harold B. Smith	351-26-2402	Chairman of the Executive Committee	3600 W. Lake Ave., Glenview, IL 60025-5811
Stewart S. Hudnut	092-36-3306	St. V. P., Gen. Counsel & Secretary	3600 W. Lake Ave., Glenview, IL 60025-5811
Michael W. Gregg	388-32-6941	St. V.P. and Controller, Accounting	3600 W. Lake Ave., Glenview, IL 60025-5811
Jon C. Kinney	359-34-0655	SR. 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	St. 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
David B. Speer	416-62-0621	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
Gary F. Anton	347-38-0897	Vice President, Internal Audit	3600 W. Lake Ave., Glenview, IL 60025-5811
Allan C. Sutherland	318-52-8410	Vice President, Leasing & Investments	3600 W. Lake Ave., Glenview, IL 60025-5811
Dennis J. Martin	156-40-1123	Executive Vice President	3600 W. Lake Ave., Glenview, IL 60025-5811
Directors			
Harold B. Smith	351-26-2402		1922 Asbury Ln., Palatine, IL 60067
Ormand J. Wade	550-52-8252		30 S. Wacker Dr., Chicago, IL
Philip B. Rooney	320-36-0008		3003 Butterfield Rd., Oakbrook IL
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
Michael J. Birek	316-38-8810		3600 W. Lake Ave., Glenview, IL
Robert C. McCormack	450-66-3201		141 W. Jackson 29th Fl., Chicago, IL.
Marvin D. Brailsford	452-60-6421		15865 W. Bayaud Dr. Golden, CO. 80401