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SECRETARY OF STATE
TALLAHASSEE FLORIDA



PROFIT CORPORATION ANNUAL REPORT 1997

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



DOCUMENT # P06543 (3)
1. Corporation Name
~~EM LUBRICANTS, INC.~~ WEST LAFAYETTE Corporation
Formerly: EM LUBRICANTS, INC.

Principal Place of Business: 2801 KENT AVE, PO BOX 2400, WEST LAFAYETTE IN 47906
Mailing Address: 2801 KENT AVE, PO BOX 2400, WEST LAFAYETTE IN 47906-0400

2. Principal Place of Business
21 ONE GREAT LAKES BLVD, PO Box 2200, WEST LAFAYETTE, IN 47906
2a. Mailing Address
26 ONE GREAT LAKES BLVD, P.O. Box 2200, WEST LAFAYETTE, IN 47906

3. Date Incorporated or Qualified: 06/25/1985
3a. Date of Last Report: 05/01/1996
4. FLEI Number: 94-1581540
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
10. Name and Address of New Registered Agent

9. Name and Address of Current Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

81 Name
82 Street Address (P.O. Box Number is Not Acceptable): 500002350915--6
83 City: -11/18/97--01084--001
84 City: ****585.00
85 Zip Code: FL ****550.00

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: NOV 13 1997

12. OFFICERS AND DIRECTORS

TITLE	PD	DELETE
NAME	HORWEDEL, LOWELL C.	
STREET ADDRESS	2801 KENT AVE	
CITY-ST-ZIP	WEST LAFAYETTE IN	
TITLE	V	DELETE
NAME	GRESHAM, ROBERT M.	
STREET ADDRESS	2801 KENT AVE	
CITY-ST-ZIP	WEST LAFAYETTE IN	
TITLE	T	DELETE
NAME	HEINE, DONALD L.	
STREET ADDRESS	2801 KENT AVE	
CITY-ST-ZIP	W LAFAYETTE IN	
TITLE	V	DELETE
NAME	BARLOW, NATHAN B.	
STREET ADDRESS	2801 KENT AVE	
CITY-ST-ZIP	WEST LAFAYETTE IN	
TITLE	DC	DELETE
NAME	MCDONALD, ROBERT B	
STREET ADDRESS	ONE GREAT LAKES BLVD.	
CITY-ST-ZIP	WEST LAFAYETTE IN	
TITLE	V	DELETE
NAME	WEIBLE, ROBERT	
STREET ADDRESS	6940 FARMDALE AVE	
CITY-ST-ZIP	N. HOLLYWOOD CA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 1/

1.1 TITLE	P	Change	Addition
1.2 NAME	MARK SWEVAL		
1.3 STREET ADDRESS	ONE GREAT LAKES BLVD		
1.4 CITY-ST-ZIP	WEST LAFAYETTE, IN 47906		
2.1 TITLE	S	Change	Addition
2.2 NAME	MARY P. McCLANAHAN		
2.3 STREET ADDRESS	ONE GREAT LAKES BLVD		
2.4 CITY-ST-ZIP	WEST LAFAYETTE, IN 47906		
3.1 TITLE	A	Change	Addition
3.2 NAME	DAVID BUELL		
3.3 STREET ADDRESS	ONE GREAT LAKES BLVD		
3.4 CITY-ST-ZIP	WEST LAFAYETTE, IN 47906		
4.1 TITLE	D	Change	Addition
4.2 NAME	D.A. HALL		
4.3 STREET ADDRESS	ONE GREAT LAKES BLVD		
4.4 CITY-ST-ZIP	WEST LAFAYETTE, IN 47906		
5.1 TITLE	D	Change	Addition
5.2 NAME	RICHARD R. FERGUSON		
5.3 STREET ADDRESS	ONE GREAT LAKES BLVD		
5.4 CITY-ST-ZIP	WEST LAFAYETTE, IN 47906		
6.1 TITLE		Change	Addition
6.2 NAME	See Attached		
6.3 STREET ADDRESS			
6.4 CITY-ST-ZIP			

14. I do 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 (9/96)

Director
Richard R. Ferguson
One Great Lakes Blvd.
West Lafayette, IN 47906

Vice President and General Counsel
Michael D. Scott
One Great Lakes Blvd.
West Lafayette, IN 47906