

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

PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # **P10071 (9)**  
1. Corporation Name  
**CATERPILLAR INC.**

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Principal Place of Business: **100 N.E. ADAMS STREET PEORIA IL 61629-7310 US**  
Mailing Address: **100 N.E. ADAMS STREET PEORIA IL 61629-7310 US**

2. Principal Place of Business		2a. Mailing Address	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.
22	City & State	27	City & State
23	Zip	28	Zip
24	Country	29	Country
25		30	

3. Date Incorporated or Qualified	3a. Date of Last Report
<b>05/12/1986</b>	<b>05/01/1995</b>
4. FEI Number	Applied For
<b>37-0602744</b>	Not Applicable
5. Certificate of Status Desired	<b>\$8.75 Additional Fee Required</b>
6. Election Campaign Financing Trust Fund Contribution	<b>\$5.00 May Be Added to Fees</b>
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<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**

**8751 WEST BROWARD BLVD.**

81. Name	
82. Street Address (P.O. Box Number is Not Acceptable)	
83.	
84. City	
85. Zip Code	<b>FL</b>

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 filing.)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>AFFINITO, LILYAN, H</b>	1.2 NAME	<b>See attached listing.</b>
STREET ADDRESS	<b>599 LEXINGTON AVE, 23RD FLOOR</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NEW YORK NY</b>	1.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>FONDAHL, JOHN W.</b>	2.2 NAME	<b>10022</b>
STREET ADDRESS	<b>12810 VISCAINO ROAD</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>LOS ALTOS HILLS CA</b>	2.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>HELMERICH, WALTER I</b>	3.2 NAME	<b>94022</b>
STREET ADDRESS	<b>1579 E 21ST STREET</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>TULSA OK</b>	3.4 CITY-ST-ZIP	
TITLE	<b>DC</b> <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>FITES, DONALD, V</b>	4.2 NAME	<b>61629-7210</b>
STREET ADDRESS	<b>100 NE ADAMS ST</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>PEORIA IL</b>	4.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>GORTER, JAMES P.</b>	5.2 NAME	<b>60606</b>
STREET ADDRESS	<b>200 W. MADISON, ST 3510</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>CHICAGO IL</b>	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

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: *Laurie J. Huxtable* **Laurie J. Huxtable** 3/6/96 (309)675-4619  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (12/95)

P10071

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DIRECTORS' ADDRESSES

<u>Name</u>	<u>Business Address</u>	<u>Residence Address</u>
Lilyan H. Affinito	599 Lexington Avenue 23rd Floor New York, NY 10022 Telephone 212-836-4889	870 U.N. Plaza, Apt. 16B* New York, NY 10017 Telephone 212-753-3813
W. Frank Blount	Telstra Corporation* Level 15, 231 Elizabeth Street Sydney, NSW 2000 Australia Telephone 011-61-2-204-9999	3/36 Musgrave Street Mosman, NSW 2088 Australia Telephone 011-61-2-968-2272
Donald V. Fites	Caterpillar Inc.* 100 N.E. Adams Street Peoria, IL 61629-7210 Telephone 309-675-4244	602 E. High Point Road Peoria, IL 61614 Telephone 309-691-1973
John W. Fondahl	12810 Viscaino Road Los Altos Hills, CA 94022 Telephone 415-948-4636 Telephone 415-941-2618	12810 Viscaino Road Los Altos Hills, CA 94022 Telephone 415-948-4636 Telephone 415-941-2618
David R. Goode	Norfolk Southern Corporation* Three Commercial Place Norfolk, VA 23510-2191 Telephone 804-629-2610	7301 Woodway Lane Norfolk, VA 23505 Telephone 804-451-0968
James P. Gorter	Baker, Fentress & Company* 200 W. Madison, Suite 3510 Chicago, IL 60606 Telephone 312-236-9191 ext. 105	1470 N. Green Bay Road Lake Forest, IL 60045 Telephone 708-234-2391

\*Send mail to this address.

DIRECTORS' ADDRESSES

<u>Name</u>	<u>Business Address</u>	<u>Residence Address</u>
Jerry R. Junkins	Texas Instruments Incorporated* 13510 N. Central Expressway P. O. Box 655474 Mail Station 236 Dallas, TX 75265 Telephone 214-995-6130	3800 Gillon Dallas, TX 75205 Telephone 214-520-1966
Peter A. Magowan	San Francisco Giants* Candlestick Park P. O. Box 24308 San Francisco, CA 94124 Telephone 415-330-2599	2760 Divisadero Street San Francisco, CA 94123 Telephone 415-931-3295
Gordon R. Parker	Newmont Mining Corporation* 1700 Lincoln, Suite 2800 Denver, CO 80203 Telephone 303-837-5986	2325 Ridge Plaza Castle Rock, CO 80104 Telephone 303-660-5523
George A. Schaefer	Caterpillar Inc.* 100 N.E. Adams Street Peoria, IL 61629-6210 Telephone 309-675-5311	8521 N. Trigger Road Edwards, IL 61528 Telephone 309-691-7328
Joshua I. Smith	The MAXIMA Corporation* 4200 Parliament Place Lanham, MD 20706-1849 Telephone 301-306-7401	5816 Tudor Lane Rockville, MD 20852 Telephone 301-468-2291

\*Send mail to this address.

DIRECTORS' ADDRESSES

<u>Name</u>	<u>Business Address</u>	<u>Residence Address</u>
Clayton K. Yeutter	Hogan & Hartson Columbia Square 555 Thirteenth Street NW Washington, DC 20004-1109 Telephone 202-637-5674	1325 Merrie Ridge Road* McLean, VA 22101 Telephone 703-524-4816

\*Send mail to this address.

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CATERPILLAR INC. OFFICERS

February 1, 1996

<u>Name and S.S.N.</u>	<u>Office</u>	<u>Residence</u>	<u>Business</u>
Donald V. Fites 313-36-3621	Chairman	602 E. High Point Road Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-7210
Glen A. Barton 488-44-2454	Group President	242 Detweiler Drive Peoria, IL 61615	Caterpillar Inc. Peoria, IL 61629-7240
Gerald S. Flaherty 350-30-8416	Group President	9701 Cherry Bark Court Peoria, IL 61615	Caterpillar Inc. Peoria, IL 61629-7230
James W. Owens 239-70-2538	Group President	11709 N. Strathmoore Court Dunlap, IL 61525	Caterpillar Inc. Peoria, IL 61629-7220
Richard L. Thompson 560-50-9802	Group President	2311 E. Tanglewood Lane Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-7250
R. Rennie Aterbury III 145-30-5049	Vice President, General Counsel and Secretary	315 W. Crestwood Drive Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-7310
James W. Baldwin 468-38-6649	Vice President	5740 N. University Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-9210

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Vito H. Baumgartner  
329-68-4324

Vice President

Chemin de la Molliette, 14  
Les Mevaux  
1254 Jussy, GE.  
Switzerland

Caterpillar Overseas S.A.  
76 Route de Frontenex  
Case Postale 6000  
1211 Geneva 6, Switzerland

James S. Beard  
466-56-6161

Vice President

146 Prospect Hill  
Nashville, TN 37205

Caterpillar Financial Services Corporation  
3322 W. End Avenue, Suite 610  
Nashville, TN 37203-0982

Richard A. Benson  
351-36-4654

Vice President

1013 Hillcrest Road  
Washington, IL 61571

Caterpillar Inc.  
Peoria, IL 61629-2495

Ronald P. Bonati  
332-30-8082

Vice President

12714 Georgetowne Road  
Dunlap, IL 61525

Caterpillar Inc.  
Peoria, IL 61629-1205

James E. Despain  
352-30-9704

Vice President

1212 W. Wexford Place  
Peoria, IL 61615

Caterpillar Inc.  
LC2100  
East Peoria, IL 61630

Roger E. Fischbach  
268-36-3397

Vice President

4405 City of Oaks Wynd  
Raleigh, NC 27612

Caterpillar Inc.  
954 NC 42 East  
Clayton, NC 27520

Michael A. Flexsenhar  
352-30-9725

Vice President

4828 Forrest Trail  
Decatur, IL 62521

Caterpillar Inc.  
P. O. Box 1430  
Decatur, IL 62525-1819

Donald M. Ings  
307-50-9932

Vice President

3409 Dickens Street  
San Diego, CA 92106

Solar Turbines Incorporated  
P. O. Box 85376  
San Diego, CA 92186-5376

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Duane H. Livingston 352-32-2571	Vice President	1322 W. Wexford Place Peoria, IL 61615	Caterpillar Inc. Peoria, IL 61629-3305
Douglas R. Oberhelman 345-44-5413	Vice President	514 Red Oak Court Peoria, IL 61615	Caterpillar Inc. Peoria, IL 61629-5390
Gerald Palmer 359-36-8058	Vice President	11616 Strathmoore Court Dunlap, IL 61525	Caterpillar Inc. P. O. Box 1875 Peoria, IL 61656-1875
Robert C. Petterson 077-30-9723	Vice President	721 W. Bennett Court Dunlap, IL 61525	Caterpillar Inc. Peoria, IL 61629-6105
John E. Pfeffer 570-62-0712	Vice President	Shiroyama Tower E912 4-3-2, Toranomon Minato-ku, Tokyo 105 Japan	Shin Caterpillar Mitsubishi Ltd. SBS Tower 4-10-1, Yoga Setagaya-ku, Tokyo 158, Japan
Siegfried R. Ramseyer 325-50-3174	Vice President	5956 N. Elm Lane Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-4490
Alan J. Rassi 330-32-0186	Vice President	2764 Stonebridge Boulevard Aurora, IL 60504	Caterpillar Inc. P. O. Box 348 Aurora, IL 60507
Gerald L. Shaheen 359-34-7547	Vice President	9708 N. Golden Oak Court Peoria, IL 61615	Caterpillar Inc. P. O. Box 610 Mossville, IL 61552-0610

68 88 9	Gary A. Stroup 333-40-4496	Vice President	420 W. Ravinwoods Road Peoria, IL 61615	Caterpillar Inc. Peoria, IL 61629-6415
	Sherril K. West 320-40-3268	Vice President	10 Kara Court Washington, IL 61571	Caterpillar Inc. Peoria, IL 61629-3400
	Donald G. Western 396-48-7394	Vice President	333 W. Ravinswood Road Peoria, IL 61615	Caterpillar Inc. P. O. Box 610 Mossville, IL 61552-0610
	Wayne M. Zimmerman 329-28-6678	Vice President	6 Roth Court Metamora, IL 61548	Caterpillar Inc. Peoria, IL 61629-4190
	F. Lynn McPheeters 345-32-6754	Treasurer	5201 N. Shagbark Circle Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-5350
	James F. Masterson 325-30-1833	Director, Investor Relations	4105 N. Grandview Drive Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-5310
	Robin D. Beran 512-50-6347	Assistant Treasurer	3250 W. Westport Peoria, IL 61615	Caterpillar Inc. Peoria, IL 61629-4295
	Robert R. Gallagher 332-32-6080	Controller	71 Oak Ridge Point Morton, IL 61550	Caterpillar Inc. Peoria, IL 61629-5280
	Mary J. Callahan 359-34-8653	Assistant Secretary	2005 E. Harvard Peoria, IL 61614	Caterpillar Inc. Peoria, IL 61629-7310



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Laurie J. Huxtable  
321-48-7386

Assistant Secretary

1125 E. Norwood  
Peoria, IL 61603

Caterpillar Inc.  
Peoria, IL 61629-7310