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**Feb 12 1997 8:00am
Secretary of State**

**PROFIT CORPORATION
ANNUAL REPORT
1997**



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

DOCUMENT # P12337 (2)
1. Corporation Name
ROBERTSON-CECO CORPORATION



Principal Place of Business
**SUITE 425
5000 EXECUTIVE PARKWAY
SAN RAMON CA 94583
US**

Mailing Address
**SUITE 425
5000 EXECUTIVE PARKWAY
SAN RAMON CA 94583-4210
US**

3. Date Incorporated or Qualified **12/02/1986** 3a. Date of Last Report **05/01/1996**
4. FEI Number **36-3479146** 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 has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business
21. Suite Apt #, etc.
22. City & State
23. Zip Country
24. Zip Country
25. Zip Country
26. Mailing Address
27. Suite Apt #, etc.
28. City & State
29. Zip Country
30. Zip 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. Name
82. Street Address (P.O. Box Number is Not Acceptable)
83.
84. City
85. Zip Code **FL**

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

TITLE	C	<input type="checkbox"/> DELETE
NAME	SAGE, II A	
STREET ADDRESS	1730 LAKEHOUSE DRIVE	
CITY-ST-ZIP	N. PALM BEACH FL	
TITLE	P	<input type="checkbox"/> DELETE
NAME	ROSKOVENSKY, EL	
STREET ADDRESS	4295 QUAIL RUN PLACE	
CITY-ST-ZIP	DANVILLE CA	
TITLE	S	<input type="checkbox"/> DELETE
NAME	MEADWOS, STAN	
STREET ADDRESS	45 BELLOWS HILL ROAD	
CITY-ST-ZIP	CARLISLE MA	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	BAKER, THOMAS C.	
STREET ADDRESS	36 CRESCENT STREET APT 8	
CITY-ST-ZIP	WAKEFIELD MA	
TITLE	ASAT	<input type="checkbox"/> DELETE
NAME	MCCORMACK, PETER C.	
STREET ADDRESS	13 WYANE ROAD	
CITY-ST-ZIP	WESTFORD MA	
TITLE	C	<input type="checkbox"/> DELETE
NAME	SILLS, JOHN C.	
STREET ADDRESS	28-3 CONCORD GREENE	
CITY-ST-ZIP	CONCORD MA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12. NAME	<i>see attached list</i>
13. STREET ADDRESS	
14. CITY-ST-ZIP	
21. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
22. NAME	
23. STREET ADDRESS	
24. CITY-ST-ZIP	
31. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32. NAME	
33. STREET ADDRESS	
34. CITY-ST-ZIP	
41. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
42. NAME	
43. STREET ADDRESS	
44. CITY-ST-ZIP	
51. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
52. NAME	
53. STREET ADDRESS	
54. CITY-ST-ZIP	
61. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
62. NAME	
63. STREET ADDRESS	
64. 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 address.

SIGNATURE: *Dede A. Glass* **Dede A. Glass** 2/5/97 (510) 358-0336
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone

CR2E034 (9/96)

Robertson- Ceco Corporation
Officers
AS of December 1996

<u>Name</u>	<u>Title</u>	<u>Address</u>
Andrew G.C. Sage, II	Chairman	5000 Executive Parkway, Suite 425, San Ramon, CA 94583
Michael E. Heisley	Chief Executive Officer and Vice Chairman	5000 Executive Parkway, Suite 425, San Ramon, CA 94583
E. A. Roskovensky	President and Chief Operating Officer	5000 Executive Parkway, Suite 425, San Ramon, CA 94583
Ronald D. Stevens	Executive Vice President and Chief Financial Officer	5000 Executive Parkway, Suite 425, San Ramon, CA 94583
Stanley H. Meadows	Secretary	5000 Executive Parkway, Suite 425, San Ramon, CA 94583
Dede A. Glass	Assistant Secretary	5000 Executive Parkway, Suite 425, San Ramon, CA 94583