

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

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PROFIT CORPORATION ANNUAL REPORT 1997



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

FILED
97 APR 23 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # 100009 (0)
1. Corporation Name
UNITED STATES CORPORATION COMPANY



Principal Place of Business: **1013 CENTRE RD. WILMINGTON DE 19805**
Mailing Address: **375 HUDSON STREET 11TH FLOOR NEW YORK NY 10014-3686 US**

3. Date Incorporated or Qualified: **07/15/1925**
3a. Date of Last Report: **02/06/1996**
4. FEI Number: **13-6149455**
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing: \$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**
2a. Mailing Address: **26 1013 Centre Rd**
22. City & State: **27 Wilmington DE**
23. Zip: **25 19805** Country: **29 US** Country: **30 US**

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

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: _____ DATE: _____
Sign above; typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating.)

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	BUTLER, DANIEL R	
STREET ADDRESS	1013 CENTRE ROAD	
CITY-ST-ZIP	WILMINGTON DE 19805	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	WINN, BRUCE R	
STREET ADDRESS	1013 CENTRE ROAD	
CITY-ST-ZIP	WILMINGTON DA	
TITLE	CP	<input type="checkbox"/> DELETE
NAME	POPEO, WILLIAM G	
STREET ADDRESS	1013 CENTRE ROAD	
CITY-ST-ZIP	WILMINGTON DA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BURDICK, LALOR	
STREET ADDRESS	1013 CENTRE ROAD	
CITY-ST-ZIP	WILMINGTON DA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	MARVEL, HUNTER M	
STREET ADDRESS	1013 CENTRE ROAD	
CITY-ST-ZIP	WILMINGTON DA	
TITLE	VP	<input checked="" type="checkbox"/> DELETE
NAME	PELLETIER, JOHN	
STREET ADDRESS	375 HUDSON ST 11TH FLOOR	
CITY-ST-ZIP	NEW YORK NY	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

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****165.00 ****165.00

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.

SIGNATURE: *[Signature]* REQUIRED
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-9-97

CR2E034 (9/96)

OFFICERS

PRESIDENT	Daniel R. Butler	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	William H. Freeborn	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	Peter Malkin	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	William G. Popeo	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	Mark A. Rosser	1013 Centre Rd. Wilmington, DE 19805
VICE PRESIDENT	Bruce R. Winn	1013 Centre Rd. Wilmington, DE 19805
SECRETARY	William G. Popeo	1013 Centre Rd. Wilmington, DE 19805
TREASURER	Bruce R. Winn	1013 Centre Rd. Wilmington, DE 19805

DIRECTORS

Mr. Lalor Burdick	1013 Centre Rd	Wilmington, DE 19805
Mr. F. Michael Donohue, Jr.	1013 Centre Rd	Wilmington, DE 19805
Mr. James M. Garnett	1013 Centre Rd	Wilmington, DE 19805
Mr. Hunter M. Marvel	1013 Centre Rd	Wilmington, DE 19805
Mr. Phillip A. Turberg	1013 Centre Rd	Wilmington, DE 19805
Rodman Ward, Jr., Esquire	1013 Centre Rd	Wilmington, DE 19805
Mr. Rodman Ward III	1013 Centre Rd	Wilmington, DE 19805
Mr. Daniel R. Butler	1013 Centre Rd	Wilmington, DE 19805
Ms. Gretchen Butler Clayton, Esq	1013 Centre Rd	Wilmington, DE 19805