


SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

FILED

Sep 24 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 # 842716 (3)
1. Corporation Name
UNISOURCE WORLDWIDE, INC.



Principal Place of Business % ALGO STANDARD CORPORATION P.O. BOX 834 VALLEY FORGE PA 19482	Mailing Address % ALGO STANDARD CORPORATION P.O. BOX 834 VALLEY FORGE PA 19482
-----------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 P.O. Box 3000-0935 Suite, Apt. #, etc. 22 City & State 23 Berwyn, PA Zip 24 19312	2a. Mailing Address 26 P.O. Box 3000-0935 Suite, Apt. #, etc. 27 City & State 28 Berwyn, PA Zip 29 19312
---------------------------------------------------------------------------------------------------------------------------------------	----------------------------------------------------------------------------------------------------------------------------

3. Date Incorporated or Qualified 03/01/1979	3a. Date of Last Report 05/01/1996
4. FEI Number 13-5369500	Applied For 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 type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
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
FL 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 _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS	
TITLE	P <input checked="" type="checkbox"/> DELETE
NAME	WILLIAM T. LEITH
STREET ADDRESS	825 DUPORTAIL RD CHESTER BROOK
CITY-ST-ZIP	WAYNE PA
TITLE	V <input checked="" type="checkbox"/> DELETE
NAME	RICHARD EISENSTAEDT
STREET ADDRESS	825 DUPORTAIL RD CHERSTERBROOK
CITY-ST-ZIP	WAYNE PA
TITLE	T <input checked="" type="checkbox"/> DELETE
NAME	BREWER, O. GORDON, JR.
STREET ADDRESS	825 DUPORTAIL RD
CITY-ST-ZIP	WAYNE PA 19087
TITLE	AT <input checked="" type="checkbox"/> DELETE
NAME	DEAY, STEPHEN K.
STREET ADDRESS	825 DUPORTAIL RD
CITY-ST-ZIP	WAYNE PA 19087
TITLE	S <input checked="" type="checkbox"/> DELETE
NAME	CRONEY, J. KENNETH
STREET ADDRESS	825 DUPORTAIL RD
CITY-ST-ZIP	WAYNE PA 19087
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	President <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Charles F. White
1.3 STREET ADDRESS	P.O. Box 3000-0935 N/A
1.4 CITY-ST-ZIP	Berwyn, PA 19312
2.1 TITLE	Sm. Vice President <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	David L. Rhodes, Jr.
2.3 STREET ADDRESS	P.O. Box 3000-0935 N/A
2.4 CITY-ST-ZIP	Berwyn, PA 19312
3.1 TITLE	Vice President and Treasurer <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Kathleen M. Burns
3.3 STREET ADDRESS	P.O. Box 3000-0935 N/A
3.4 CITY-ST-ZIP	Berwyn, PA 19312
4.1 TITLE	Assistant Treasurer <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Robert M. McLaughlin
4.3 STREET ADDRESS	P.O. Box 3000-0935 N/A
4.4 CITY-ST-ZIP	Berwyn, PA 19312
5.1 TITLE	Senior Vice President / Secretary <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Thomas A. Decker
5.3 STREET ADDRESS	P.O. Box 3000-0935 N/A
5.4 CITY-ST-ZIP	Berwyn, PA 19312
6.1 TITLE	Executive Vice President <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Hugh G. Monahan
6.3 STREET ADDRESS	P.O. Box 3000-0935 N/A
6.4 CITY-ST-ZIP	Berwyn, PA 19312

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: _____ 7/22/97 (610) 322-3551

CR2E034 (4/97)

Unisource Worldwide, Inc.

SCHEDULE A

Officers

Ray B. Mundt	Chairman and Chief Executive Officer	740 Springdale Drive Exton, PA 19341
Charles F. White	President and Chief Operating Officer	740 Springdale Drive Exton, PA 19341
Hugh G. Moulton	Executive Vice President and Chief Administrative Officer	740 Springdale Drive Exton, PA 19341
Richard H. Bogan	Senior Vice President and Chief Financial Officer	740 Springdale Drive Exton, PA 19341
Thomas A. Decker	Senior Vice President, General Counsel and Secretary	740 Springdale Drive Exton, PA 19341
David L. Rhodes, Jr.	Senior Vice President- Sales and Marketing	740 Springdale Drive Exton, PA 19341
Kathleen M. Burns	Vice President, Treasurer and Assistant Secretary	740 Springdale Drive Exton, PA 19341
Robert M. McLaughlin	Vice President, Controller and Assistant Treasurer	740 Springdale Drive Exton, PA 19341
Stephen R. Becker	Vice President, Human Resources	740 Springdale Drive Exton, PA 19341

Paul J. Darling, II	915 Ottawa Lane Wilmette, IL 60091
James J. Forese	945 Loch Road Franklin Lakes, NJ 07417
Dana G. Mead	145 Radney Road Houston, TX 77024
Ray B. Mundt	740 Springdale Drive Exton, PA 19341
Rogelio G. Sada	Villa Las Campanas Km. 272- Carretra Nacional Monterrey, Mexico
James W. Stratton	535 Skippack Pike Blue Bell, PA 19422