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Mar 29, 1999 8:00 am
Secretary of State

03-29-1999 90095 045 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 805175

1. Corporation Name
GENCORP INC.

Principal Place of Business 175 GHENT ROAD FAIRLAWN OH 44333-3300 US	Mailing Address 175 GHENT ROAD FAIRLAWN OH 44333-3300 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 02/20/1940	
21	22	26	27	4. FEI Number 34-0244000	Applied For Not Applicable
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
City & State		City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Zip	Country	Zip	Country	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	
24	25	29	30		

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324				81	Name
				82	Street Address (P.O. Box Number is Not Acceptable)
				83	
				84	City

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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	<input checked="" type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		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 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, with all other like empowered.

SIGNATURE: _____ SIGNATURE REQUIRED **3/8/99** (330) 869-444

DIRECTORS AND OFFICERS
GENCORP INC.
175 Ghent Road
Fairlawn, OH 44333-3300

271612-90095-45
808175

Directors

John B. Yasinsky - Chairman
J. Gary Cooper
Charles A. (Chuck) Corry
William K. (Bill) Hall
Robert K. (Bob) Jaedicke
Paul X. (PX) Kelley

Robert D. (Bob) Kunisch
Diane E. McGarry
James M. (Jim) Osterhoff
Steven W. (Steve) Percy
R. Byron Pipes

Officers

John B. Yasinsky	Chairman of the Board, Chief Executive Officer and President
Samuel W. (Sam) Harmon	Senior Vice President, Human Resources
James K. (Jim) Lambert	Senior Vice President, Operations and Total Quality
Nathaniel J. (Nat) Mass	Senior Vice President, Strategic Growth
William R. (Bill) Phillips	Senior Vice President, Law, General Counsel
Rosemary Baldi Younts	Senior Vice President, Communications
Edward R. (Ed) Dye	Secretary
Michael E. (Mike) Hicks	Treasurer (Acting Chief Financial Officer)
Kevin M. McMullen	Vice President; President, Decorative & Building Products Business Unit
Robert A. (Bob) Wolfe	Vice President; President, Aerojet-General Corporation
Gregg R. Weida	Vice President; President, Penn Racquet Sports Business Unit
Marvin W. (Marv) Zima	Vice President; President, Performance Chemicals Business Unit
Robert F. (Bob) Rywalski	Assistant Secretary
Cynthia A. Slack	Assistant Secretary