


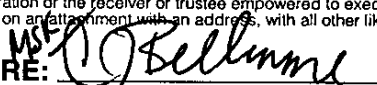
**2005 FOR PROFIT CORPORATION  
ANNUAL REPORT**

**FILED**  
**May 03, 2005 8:00 am**  
**Secretary of State**

05-03-2005 90124 026 \*\*\*150.00

**40080525**



<b>DOCUMENT # 805459</b>				
1. Entity Name W.W. GRAINGER INC.				
Principal Place of Business 100 GRAINGER PKWY TAX DEPT B3.E40 LAKE FOREST, IL 60045-5201		Mailing Address 100 GRAINGER PKWY TAX DEPT B3.E40 LAKE FOREST, IL 60045-5201		
2. Principal Place of Business		3. Mailing Address		
Suite, Apt. #, etc.		Suite, Apt. #, etc.		
City & State		City & State		
Zip	Country	Zip	Country	4. FEI Number <b>36-1150280</b> Applied For Not Applicable
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324				5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75</b> Additional Fee Required 7. Name and Address of New Registered Agent
				Name
				Street Address (P.O. Box Number is Not Acceptable)
				City <b>FL</b> Zip Code
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.				
SIGNATURE _____ DATE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small>				
<b>FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00</b>		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> <b>\$5.00</b> May Be Added to Fees		
<b>10. OFFICERS AND DIRECTORS</b>				<b>11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11</b>
TITLE	D	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GANTZ, WILBUR H		NAME	
STREET ADDRESS	5215 OLD ORCHARD RD., STE. 910		STREET ADDRESS	
CITY-ST-ZIP	SKOKIE, IL 60077		CITY-ST-ZIP	
TITLE	S	<input checked="" type="checkbox"/> Delete	TITLE	S <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	KIRSNER, KENNETH S		NAME	Trusdell, Laurence M.
STREET ADDRESS	100 GRAINGER PKWY		STREET ADDRESS	100 Grainger Parkway
CITY-ST-ZIP	LAKE FOREST, IL 600455201		CITY-ST-ZIP	Lake Forest, IL 60045
TITLE	V	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ANDRINGA, JUDITH E		NAME	
STREET ADDRESS	100 GRAINGER PKWY		STREET ADDRESS	
CITY-ST-ZIP	LAKE FOREST, IL 600455201		CITY-ST-ZIP	
TITLE	D	<input checked="" type="checkbox"/> Delete	TITLE	D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	WEBB, JANIECE S		NAME	Hall, William K.
STREET ADDRESS	1303 EAST ALGONQUIN RD		STREET ADDRESS	100 Grainger Parkway
CITY-ST-ZIP	SCHAUMBURG, IL 60196		CITY-ST-ZIP	Lake Forest, IL 60045
TITLE	COB	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GRAINGER, DAVID W		NAME	
STREET ADDRESS	100 GRAINGER PKWY		STREET ADDRESS	
CITY-ST-ZIP	LAKE FOREST, IL 600455201		CITY-ST-ZIP	
TITLE	D	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	NOVICH, NEIL S		NAME	
STREET ADDRESS	2621 W. 15TH PLACE		STREET ADDRESS	
CITY-ST-ZIP	CHICAGO, IL 60608		CITY-ST-ZIP	
12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.				
<b>SIGNATURE:</b> 		Chris J. Bellmore		4-28-05 (847)535-0953 <small>Date Daytime Phone #</small>
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>				

# Attachment

805459

W. W. GRAINGER, INC.  
OFFICERS & DIRECTORS

40080525

NAME & TITLE	ADDRESS	BOARD MEMBERS
JUDITH E. ANDRINGA VICE PRESIDENT, CONTROLLER	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
TIM FERRARELL SENIOR VICE PRESIDENT, ENTERPRISE SYSTEMS	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
DAVID W. GRAINGER SENIOR CHAIRMAN OF THE BOARD	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	YES
NANCY A. HOBOR VICE PRESIDENT, COMMUNICATIONS & INVESTOR RELATIONS	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
JOHN L. HOWARD SR. VICE PRESIDENT AND GENERAL COUNSEL	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
RICHARD L. KEYSER CHIEF EXECUTIVE OFFICER, CHAIRMAN OF THE BOARD	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	YES
LAURENCE M. TRUSDELL SECRETARY	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
P. OGDEN LOUX SENIOR VICE PRESIDENT, FINANCE AND CFO	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
JAMES T. RYAN PRESIDENT	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
JOHN A. SCHWEIG SENIOR VICE PRESIDENT, INTERNATIONAL	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
PHILIP M. WEST VICE PRESIDENT, TREASURER	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
CHRISTOPHER J. BELLMORE ASSISTANT SECRETARY	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	
WILBUR H. GANTZ	GANTZ ENTERPRISES, 1101 SKOKIE BLVD. SUITE 210, NORTHBROOK, IL 60062	YES
JOHN W. McCARTER JR.	FIELD MUSEUM OF NATURAL HISTORY, ROOSEVELT RD., CHICAGO, IL 60605	YES
JAMES D. SLAVIK	MARK IV CAPITAL, INC., 100 BAYVIEW CIRCLE, SUITE 4500, NEWPORT BEACH, CA 92660	YES
HAROLD B. SMITH, JR.	ILLINOIS TOOL WORKS INC., 3600 W. LAKE AVE., GLENVIEW, IL 60025	YES
WILLIAM K. HALL	100 GRAINGER PARKWAY, LAKE FOREST, IL 60045-5201	YES
BRIAN P. ANDERSON	BAXTER INTERNATIONAL, INC., ONE BAXTER PARKWAY, DEERFIELD, IL 60015	YES
NEIL S. NOVICH	RYERSON TULL, INC., 2621 W. 15TH PLACE, CHICAGO, IL 60608	YES
GARY L. ROGERS	11353 TURTLE BEACH ROAD, NORTH PALM BEACH, FL 33408	YES