

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

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97 FEB -7 AM 9:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 807478 (3)
1. Corporation Name
THE GILLETTE COMPANY

Principal Place of Business PRUDENTIAL TOWER BUILDING BOSTON MA 02199	Mailing Address PRUDENTIAL TOWER BUILDING BOSTON MA 02199
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2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 11/17/1947	3a. Date of Last Report 02/20/1996
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.			4. FEI Number 04-1366970	Applied For Not Applicable
22 City & State	27 City & State			5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23 Zip	28 Zip	Country	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	25	29	30	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

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

Signature typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	V MCGOWAN, JOHN M 4700 PRUDENTIAL TOWER BLDG. BOSTON, MA 02199	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	VPTS SWAIM, LLOYD B (ASST) 4800 PRUDENTIAL TOWER BLDG BOSTON, MASS 00000	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	CEO ZEIEN, ALFRED M. 4800 PRUDENTIAL TOWER BLDG BOSTON, MASS 00000	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE	S RICHARDSON, JILL C 4800 PRUDENTIAL TOWER BLDG. BOSTON MA	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	SVP DICENSO, ROBERT E 4800 PRUDENTIAL TOWER BLDG BOSTON, MASS 00000	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	VCS MULLANEY, JOSEPH E. 4800 PRUDENTIAL TOWER BLDG. BOSTON, MASS 00000	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 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:  SECRETARY
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

January 28, 1997

Date

Daytime Phone #

CR2E034 (9/96)

**THE GILLETTE COMPANY
DIRECTORS AND OFFICERS**

1/1/97

Directors

Warren E. Buffett
Wilbur H. Gantz
Michael B. Gifford
Carol R. Goldberg
Michael C. Hawley
Herbert H. Jacobi
Henry R. Kravis

Joseph E. Mullaney
Richard R. Pivrotto
Juan M. Steta
Alexander B. Trowbridge
Joseph F. Turley
Alfred M. Zeien

Officers

Alfred M. Zeien
Michael C. Hawley
Joseph E. Mullaney
Edward F. DeGraan
Robert G. King
Jacques Lagarde
Joel P. Davis
Robert E. DiCenso
Thomas F. Skelly
Allan G. Boath
John B. Bush, Jr.
Charles W. Cramb, Jr.
Edward F. DeGraan
David A. Fausch
A. Wallace Hayes
Everett R. Howe
Robert A. Izzo
David B. Jasie
Kenneth F. Kames
Archie Livis
John M. McGowan
Herbert W. Moller
Ronald J. Rossi
Steven G. Staves
Lloyd B. Swaim
Patrick J. Zilvitis
Roland L. Loper
Donal B. Tobin
Jill C. Richardson
Gianulderico Camuzzi
Walter Ochynski
Christopher H. Savage
James P. Connolly
Leonard A. Spalding
Leland J. Adams, Jr.
Dieter Bach
Carol S. Fischman
Paul W. Apholt
Timothy N. MacCaw
Ronald C. Peterson
Andrew J. Redpath
John E. Tesch

Chairman of the Board, Chief Executive Officer
President, Chief Operating Officer
Vice Chmn of the Board, Assistant Secretary
Executive Vice President
Executive Vice President
Executive Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Vice President
Vice President
Vice President, Controller
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President, Treasurer, Assistant Secretary
Vice President
Internal Auditor
Patent and Trademark Counsel
Secretary
Senior Assistant Treasurer
Assistant Treasurer
Assistant Controller
Deputy General Counsel
Deputy General Counsel
Assistant General Counsel
Assistant General Counsel
Assistant General Counsel
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary

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