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Feb 06 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 # 808786

(8)

1. Corporation Name

AMERICAN STANDARD INC.

Principal Place of Business

ONE CENTENNIAL AVENUE
PISCATAWAY NJ 08855-6820

Mailing Address

ONE CENTENNIAL AVENUE
PISCATAWAY NJ 08854-3921



3. Date Incorporated or Qualified

01/07/1952

3a. Date of Last Report

07/09/1996

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

4. FEI Number

25-0900465

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

☒ Yes ☐ 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

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	PD	<input type="checkbox"/> DELETE
NAME	KAMPOURIS, EMMANUEL A.	
STREET ADDRESS	ONE CENTENNIAL AVENUE	
CITY - ST - ZIP	PISCATAWAY NJ 08855-6820	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	ROBERT WELLBROCK	
STREET ADDRESS	ONE CENTENNIAL AVENUE	
CITY - ST - ZIP	PISCATAWAY NJ 08855-6820	
TITLE	SV	<input type="checkbox"/> DELETE
NAME	JACUA, FREDERICK W.	
STREET ADDRESS	ONE CENTENNIAL AVENUE	
CITY - ST - ZIP	PISCATAWAY NJ 08855-6820	
TITLE	TV	<input type="checkbox"/> DELETE
NAME	BATTAGLIA, THOMAS S	
STREET ADDRESS	ONE CENTENNIAL AVENUE	
CITY - ST - ZIP	PISCATAWAY NJ 08855-6820	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SCHUCHERT, JOSEPH S.	
STREET ADDRESS	ONE CENTENNIAL AVENUE	
CITY - ST - ZIP	PISCATAWAY NJ 08855-6820	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SCHULTZ, JAMES H.	
STREET ADDRESS	ONE CENTENNIAL AVENUE	
CITY - ST - ZIP	PISCATAWAY NJ 08855-6820	

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	

SEE ATTACHED SCHEDULE

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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/23/97

(908) 980-6000

CR2E034 (9/96)

AMERICAN STANDARD INC.

OFFICERS

Emmanuel A. Kampouris	Chairman, President & Chief Executive Officer
Horst Hinrichs	Senior Vice President
George H. Kerckhove	Senior Vice President
Giancarlo Aimetti	Vice President
Fred A. Allardyce	Vice President & Chief Financial Officer
Alexander A. Apostolopoulos	Vice President
Thomas S. Battaglia	Vice President & Treasurer
Gary Brogoch	Vice President
Michael C.R. Broughton	Vice President
Roberto M. Canizares	Vice President
Wilfried Delker	Vice President
Adrian B. Deshotel	Vice President, Human Resources
Peter Enss	Vice President
Luigi Gandini	Vice President, Special Projects
Daniel Hilger	Vice President
Frederick W. Jaqua	Vice President, Special Counsel & Assistant Secretary
Richard A. Kalaher	Vice President, General Counsel & Secretary
W. Craig Kissel	Vice President
William A. Klug	Vice President
Jean-Claude Montauzé	Vice President
Janet George Murnick	Vice President
G. Eric Nutter	Vice President
Raymond D. Pipes	Vice President
Bruce R. Schiller	Vice President
James H. Schultz	Vice President
G. Ronald Simon	Vice President & Controller
Benson I. Stein	Vice President, General Auditor
Wolfgang Voss	Vice President
Robert Wellbrock	Vice President, Taxes

ASSISTANT OFFICERS

Robert D. Cavey

Assistant Vice President,
Government & Public Affairs

Peter D. Ferguson

Assistant Secretary

Marilyn A. Gargano

Assistant Treasurer, Cash Management

Malcolm Gilbert

Assistant Treasurer

Robert M. Kennedy

Assistant Controller

MaryJane Mahoney

Assistant Secretary

Frederick C. Paine

Assistant Secretary

Philip E. Reville

Assistant Controller

Sharon A. Umhoefer

Assistant General Counsel &

Assistant Secretary

Sabrina Yu

Assistant Treasurer

Office of the Secretary

October 6, 1995

AMERICAN STANDARD INC.

Board of Directors

STEVEN E. ANDERSON

4327 Naomi Avenue
Bremerton, Washington 98310
(360) 377-1318 Fax: - 3898

HORST HINRICHS

Senior Vice President
WABCO Automotive Products
348 Blvd. du Souverain, Box 1
B-1160 Brussels, Belgium
(32-2) 663-0120
Fax: 675-4342

EMMANUEL A. KAMPOURIS

Chairman, President & Chief
Executive Officer
American Standard Inc.
One Centennial Avenue
Piscataway, New Jersey 08854
(908) 980-3334 Fax: -6130

GEORGE H. KERCKHOVE

Senior Vice President
Plumbing Products
American Standard Inc.
One Centennial Avenue
Piscataway, New Jersey 08854
(908) 980-3361 Fax: -3377

SHIGERU MIZUSHIMA

President, Chief Operating Officer
Daido Hoxan Inc.
18-19, Toranomon 3-chome
Minato-ku, Tokyo 105, Japan
(81-3) 3578-7806 Fax: -7847

FRANK T. NICKELL

President
Kelso & Companies, Inc.
320 Park Avenue, 24th Floor
New York, New York 10022
(212) 751-3939
Fax: 223-2379/832-6702

ROGER W. PARSONS

Managing Director
Rea Brothers Group plc
Alderman's House
Alderman's Walk
London EC2M 3XR, England
(44-171) 623-1155 Fax: -2692
Direct Line: 397-6978

THE HONORABLE DAN QUAYLE

Campaign America
6263 N. Scottsdale Road
Suite 292
Scottsdale, AR 85250-5402
(602) 607-9000 Fax: -9436

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AMERICAN STANDARD INC.

Board of Directors (continued)

DAVID M. RODERICK

Suite 6200
USX Tower
600 Grant Street
Pittsburgh, Pennsylvania 15219-4776
(412) 433-1190 Fax: -2015

JOHN RUTLEDGE

Rutledge & Company, Inc.
One Greenwich Office Park
51 Weaver Street
Greenwich, Connecticut 06831
(203) 869-8866 Fax: -7978

JOSEPH S. SCHUCHERT

Chairman & CEO
Kelso & Companies, Inc.
1949 Sugarland Drive
Suite 250
Sheridan, Wyoming 82801
(307) 672-8700 Fax: -6646

-or-

320 Park Avenue, 24th Floor
New York, New York 10022
(212) 751-3939
Fax: 223-2379/832-6702

January 1997