

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

FILED
Apr 15 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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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 08855-6820
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/07/1952	
21 Suite, Apt. #, etc.	26	27 Suite, Apt. #, etc.	30	4. FEI Number 25-0900465	Applied For Not Applicable
22 City & State	28	29 City & State	31	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23 Zip	25 Country	29 Zip	30 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 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

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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KAMPOURIS, EMMANUEL A.	1.2 NAME	
STREET ADDRESS	ONE CENTENNIAL AVENUE	1.3 STREET ADDRESS	
CITY-ST-ZIP	PISCATAWAY NJ 08855-6820	1.4 CITY-ST-ZIP	
TITLE	VP	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROBERT WELLBROCK	2.2 NAME	
STREET ADDRESS	ONE CENTENNIAL AVENUE	2.3 STREET ADDRESS	
CITY-ST-ZIP	PISCATAWAY NJ 08855-6820	2.4 CITY-ST-ZIP	
TITLE	SV	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JAGUA, FREDERICK W.	3.2 NAME	SVP
STREET ADDRESS	ONE CENTENNIAL AVENUE	3.3 STREET ADDRESS	Fred A. ALAROCCE
CITY-ST-ZIP	PISCATAWAY NJ 08855-6820	3.4 CITY-ST-ZIP	ONE CENTENNIAL AVE
TITLE	TV	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BATTAGLIA, THOMAS S	4.2 NAME	PISCATAWAY, NJ 08854-6820
STREET ADDRESS	ONE CENTENNIAL AVENUE	4.3 STREET ADDRESS	
CITY-ST-ZIP	PISCATAWAY NJ 08855-6820	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHUCHERT, JOSEPH S.	5.2 NAME	VP/GENCOUNSEL
STREET ADDRESS	ONE CENTENNIAL AVENUE	5.3 STREET ADDRESS	Richard A. KALAHAN
CITY-ST-ZIP	PISCATAWAY NJ 08855-6820	5.4 CITY-ST-ZIP	" " " "
TITLE	V	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHULTZ, JAMES H.	6.2 NAME	
STREET ADDRESS	ONE CENTENNIAL AVENUE	6.3 STREET ADDRESS	
CITY-ST-ZIP	PISCATAWAY NJ 08855-6820	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.

CR2E034 (10/97)

AMERICAN STANDARD INC.

OFFICERS

Emmanuel A. Kampouris	Chairman, President & Chief Executive Officer
Horst Hinrichs	Vice Chairman
Fred A. Allardyce	Senior Vice President
W. Craig Kissel	Senior Vice President
Giancarlo Aimetti	Vice President
Alexander A. Apostolopoulos	Vice President
Thomas S. Battaglia	Vice President & Treasurer
Judith A. Britz	Vice President
Gary A. 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 M. Hilger	Vice President
Richard A. Kalaher	Vice President, General Counsel & Secretary
George H. Kerckhove	Vice President & Chief Financial Officer
William A. Klug	Vice President
Fabio Lunghi	Vice President
Jean-Claude Montauzé	Vice President
Janet George Murnick	Vice President
G. Eric Nutter	Vice President
David R. Pannier	Vice President
Raymond D. Pipes	Vice President, Investor Relations
Bruce R. Schiller	Vice President
James H. Schultz	Vice President
G. Ronald Simon	Vice President & Controller
Benson I. Stein	Vice President
Wolfgang Voss	Vice President
Robert Wellbrock	Vice President, Taxes

ASSISTANT OFFICERS

Robert D. Cavey

Peter D. Ferguson

Marilyn A. Gargano

Malcolm B. Gilbert

Robert M. Kennedy

MaryJane Mahoney

Frederick C. Paine

Philip E. Reville

Sharon A. Umhoefer

Sabrina Yu

Assistant Vice President,

Government & Public Affairs

Assistant Secretary

Assistant Treasurer, Cash Management

Assistant Treasurer

Assistant Controller

Assistant Secretary

Assistant Secretary

Assistant Controller

Assistant General Counsel &

Assistant Secretary

Assistant Treasurer

January 1, 1998

AMERICAN-STANDARD

-DIRECTORS' HANDBOOK

Subject: MEMBERS OF THE BOARD

-BUSINESS ADDRESSES

Chapter I

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STEVEN E. ANDERSON

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Foreign Experts' Hostel Wenmaio St.
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Email Add.: Anderson@public.hr.hl.cn

HORST HINRICHS

Senior Vice President
WABCO Automotive Products
348 Blvd. du Souverain, Box 1
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(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
(732) 980-3334 Fax: -6130

GEORGE H. KERCKHOVE

Senior Vice President
Plumbing Products
American Standard Inc.
One Centennial Avenue
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(732) 980-3361 Fax: -3377

SHIGERU MIZUSHIMA

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14-chome, Chuo-ku
Sapporo 060-0004, Japan
Tel.: 81-11-281-7633
Fax: 81-11-281-7809

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, Arizona 85250-5402
(602) 607-9000 Fax: -9436

AMERICAN-STANDARD

-DIRECTORS' HANDBOOK

Subject: MEMBERS OF THE BOARD

- BUSINESS ADDRESSES

Chapter I

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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 1998