

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

FILED
May 14 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 # 814501 (3)

1. Corporation Name
HILTI, INC.



Principal Place of Business C/O PRENTICE HALL CORP SYSTEM 1201 HAYS ST. SUITE 105 TALLAHASSEE FL 32301 US	Mailing Address HILTI INC C/O TAX DEPT. P.O. BOX 21148 TULSA OK 74121 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 <i>To The Prentice Hall Corp. Syst</i> Suite, Apt. #, etc.	2a. Mailing Address 26 <i>HilTi, Inc. To Tax Dept.</i> Suite, Apt. #, etc.	22 <i>1201 Hays Street Ste 105</i> City & State	27 <i>P.O. Box 21148</i> City & State
23 <i>Tallahassee, FL</i> Zip Country	28 <i>Tulsa, OK.</i> Zip Country	24 <i>32301</i>	25 <i>Leon</i>
29 <i>74121</i>	30 <i>Tulsa</i>		

3. Date Incorporated or Qualified 06/20/1960	4. FEI Number 06-0732334	Applied For <input type="checkbox"/>	Not Applicable <input type="checkbox"/>
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required		
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees		
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM INC.
 1201 HAYES ST
 STE 105
 TALLAHASSEE FL 32301**

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 fee-if applicable) (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	MORRIS, GIL L.	
STREET ADDRESS	5400 S 122ND AVE	
CITY-ST-ZIP	TULSA OK	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	CLEVELAND, DAVID L	
STREET ADDRESS	5400 S 122ND E AVE.	
CITY-ST-ZIP	TULSA OK	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BEAVER, KELLY	
STREET ADDRESS	5400 S 122ND E AVE	
CITY-ST-ZIP	TULSA OK	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	SHEARING, JOHN W.	
STREET ADDRESS	5400 S 122ND E AVE.	
CITY-ST-ZIP	TULSA OK	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	ZINK, ROBERT L	
STREET ADDRESS	5400 S. 122ND E. AVE.	
CITY-ST-ZIP	TULSA OK	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SIRES, DAVID K.	
STREET ADDRESS	5400 SOUTH 122ND AVENUE	
CITY-ST-ZIP	TULSA OK	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	see Attachment For additional list of officers.
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	
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	

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.

SIGNATURE: *David Sires* **David Sires** Assistant Secretary *4/20/98 (918) 252-6000*

CR2E034 (10/97)

HILTI, INC.

5400 South 122nd East Avenue; Tulsa, Oklahoma 74146
(Business Address)

Directors

Gil Morris

John Shearing

Kelly Beaver

Officers

Gil Morris

President

John Shearing

Senior Vice-President, Chief Financial Officer, and
Treasurer

Kelly Beaver

Vice-President, Legal and General Counsel,
and Secretary

Herb Haessig

Vice-President, Human Resources

Martin Schofield

Vice-President, Product Safety/Engineering

Greg Pisklo

Vice-President, Logistics and Sales Support

Klaus Harmening

Vice-President, Chief Information Officer

Karl Gaertner

Vice-President, Manufacturing

Robert Zink

Vice-President

Mary Hughes

Assistant Secretary

David Sires

Assistant Secretary

(Officers and Directors serve indefinitely).

04/08/98