

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

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Apr 14 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 821764 (8)**

1. Corporation Name  
**CERIDIAN CORPORATION**



Principal Place of Business <b>8100 34TH AVE SOUTH TAX DEPARTMENT HQM12A MINNEAPOLIS MN 55425-1640</b>	Mailing Address <b>8100 34TH AVE SOUTH TAX DEPARTMENT HQM12A MINNEAPOLIS MN 55425-1640</b>
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2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country

3. Date Incorporated or Qualified <b>08/21/1968</b>	3a. Date of Last Report <b>03/26/1996</b>
4. FEI Number <b>52-0278528</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
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

**C T CORPORATION SYSTEM  
1200 SOUTH 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS

T	<input type="checkbox"/> DELETE
NAME: <b>GRIERSON, J.H.</b>	
STREET ADDRESS: <b>8100 34TH AVE. SOUTH</b>	
CITY-ST-ZIP: <b>MINNEAPOLIS MN</b>	
CEO	<input type="checkbox"/> DELETE
NAME: <b>PERLMAN, L.</b>	
STREET ADDRESS: <b>8100 34TH AVE. SOUTH</b>	
CITY-ST-ZIP: <b>MINNEAPOLIS MN</b>	
AS	<input type="checkbox"/> DELETE
NAME: <b>MOEN, D.T.</b>	
STREET ADDRESS: <b>8100 34TH AVE. SOUTH</b>	
CITY-ST-ZIP: <b>MINNEAPOLIS MN</b>	
VS	<input type="checkbox"/> DELETE
NAME: <b>HAVENMAN, J.A.</b>	
STREET ADDRESS: <b>8100 34TH AVENUE SOUTH</b>	
CITY-ST-ZIP: <b>MINNEAPOLIS MN</b>	
V	<input type="checkbox"/> DELETE
NAME: <b>BURKLE, J.R.</b>	
STREET ADDRESS: <b>8100 34TH AVENUE SOUTH</b>	
CITY-ST-ZIP: <b>MINNEAPOLIS MN</b>	
VC	<input type="checkbox"/> DELETE
NAME: <b>EICKHOFF, J.R.</b>	
STREET ADDRESS: <b>8100 34TH AVE. SOUTH</b>	
CITY-ST-ZIP: <b>MINNEAPOLIS MN</b>	

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	

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 from an attachment with an address.

SIGNATURE:  **D.T. MOEN ASST SEC 4-8-97 (612) 853-3488**

CR2E034 (9/96)

01/27/1997

Directors and Officers  
Ceridian Corporation

DIRECTORS:

Ruth M. Davis	Director
Allen W. Dawson	Director
Richard G. Lareau	Director
George R. Lewis	Director
Charles Marshall	Director
Lawrence Perlman	Director
Carole J. Uhrich	Director
Richard W. Vieser	Director
Paul S. Walsh	Director

OFFICERS:

Lawrence Perlman	President and Chief Executive Officer
John R. Eickhoff	Executive Vice President & Chief Financial Officer
Loren D. Gross	Vice President and Corporate Controller
Ronald James	Executive Vice President & President & CEO, Human Resources Group
Michael E. Kotten	Vice President, Organization Resources
George L. McTavish	Executive Vice President & Chairman & CEO, Comdata Holdings Corp.
Stephen B. Morris	Executive Vice President & President & CEO, Arbitron Company
Steven J. Olson	Vice President & General Counsel
Ronald L. Turner	Executive Vice President & President & CEO of Computing Devices International
James R. Burkle	Vice President, Corporate Tax
John H. Grierson	Vice President & Treasurer
John A. Haveman	Vice President and Secretary
Linda J. Jadwin	Vice President, Corporate Relations & Communications
A. Reid Shaw	Vice President & Assistant Secretary
Ann M. Curme	Assistant Secretary
James D. Miller	Vice President, Business Development & Integration - HR Group
David T. Moen	Assistant Secretary

The address of the above Directors and Corporation Officers is:

8100 34th Avenue South  
Minneapolis, MN 55425-1640