

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

FILED
Aug 05 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 825490 (6)
1. Corporation Name
SEA-LAND SERVICE, INC.



Principal Place of Business 6000 CARNEGIE BLVD CHARLOTTE NC 28209 US	Mailing Address 500 WATER ST #J910 JACKSONVILLE FL 32202 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	3. Date Incorporated or Qualified 12/15/1970 3a. Date of Last Report 03/04/1996 4. FEI Number 22-1625254 5. Certificate of Status Desired 6. Election Campaign Financing Trust Fund Contribution 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.
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g. 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
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11. Pursuant to the provisions of Sections 607.0502 and 607.1509, 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	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE NAME STREET ADDRESS CITY-ST-ZIP SVP GRASSI, ROBERT J. 6000 CARNEGIE BLD CHARLOTTE NC	11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-ST-ZIP Change Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP V MIDDLETON, WILFORD W JR 6000 CARNEGIE BLD CHARLOTTE NC	21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY-ST-ZIP SVP FOGARTY, ANDREW B. Change Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP PD CLANCEY, JOHN P. 6000 CARNEGIE BLD CHARLOTTE NC	31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-ST-ZIP Change Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP V RAYMOND, CHARLES G 6000 CARNEGIE BLD CHARLOTTE NC	41 TITLE 42 NAME 43 STREET ADDRESS 44 CITY-ST-ZIP Change Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP V DROBNICK, JACK A. 6000 CARNEGIE BLD CHARLOTTE NC	51 TITLE 52 NAME 53 STREET ADDRESS 54 CITY-ST-ZIP Change Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP DELETE	61 TITLE 62 NAME 63 STREET ADDRESS 64 CITY-ST-ZIP SEE ATTACHED LIST OF ADDITIONAL OFFICERS AND DIRECTORS Change Addition

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 _____

CR2E034 (4/97)

SEA-LAND SERVICE, INC.

DIRECTORS

Mark G. Aron
John P. Clancey
Paul R. Goodwin
Andrew B. Fogarty
Christopher L. Koch
John W. Snow
David J. Tolan

OFFICERS

Member, Executive Committee
* Member, Senior Management Committee

	John W. Snow	Chairman
#*	John P. Clancey	President and Chief Executive Officer
#*	Thomas G. Cowan	Senior Vice President, Pacific and Alaska
#*	Andrew B. Fogarty	Senior Vice President, Finance and Planning
#*	Robert J. Grassi	Senior Vice President, Atlantic - AME
#*	Joseph T. Keegan, Jr.	Senior Vice President, Americas
#*	Christopher L. Koch	Senior Vice President, Law and General Counsel
#*	Richard E. Murphy	Senior Vice President, Corporate Marketing
#*	Charles G. Raymond	Senior Vice President, Chief Transportation Officer
*	William J. Ryan	Senior Vice President, Human Resources
*	David J. Tolan	Senior Vice President, Labor Relations
	Edward W. Aldridge	Vice President and General Manager, Central Asia
	Frank J. Baragona	Vice President and General

	Manager, Central America and Caribbean
Richard J. Beedenbender	Vice President, Marketing (Americas)
Karen L. Bowman	Vice President, Corporate Finance
Stuart R. Breidbart	Vice President, Law and Regulatory Affairs
John M. Crawley	Vice President, Marketing (Pacific)
Geret P. DePiper	Vice President and General Manager, Refrigerated Business Unit
Arno H.F. Dimmling	Vice President, Terminal Operations Services
* William C. Donovan	Vice President, Information Technology
* Jack A. Drobnick	Vice President, Purchasing
* Peter J. Finnerty	Vice President, Public Affairs
William J. Flynn	Vice President and General Manager, North Asia
Kenneth A. Glenn	Vice President, Marketing - AME
William A. Hamlin	Vice President, Inland Operations and Equipment
Frank E. Herczeg	Vice President and Controller
Susan H. Hough	Vice President, Sales and Marketing (Atlantic)
* William J. Kenwell	Vice President, North America Sales (Pacific)
Dirk Langeveld	Vice President, Operations (Atlantic)
Richard A. McGregor	Vice President, Global Services
William V. McHugh	Vice President and General Manager, So. America
Robert T. McMeekin	Vice President, Operations (Pacific)
William H. Niemann	Vice President, Conferences and Agreements
Roger E. Roels	Vice President and General Manager, Asia/Middle East/Europe Services
William F. Rooney	Vice President, Business Process Design (Atlantic-AME)
Steven C. Rothberg	Vice President and General Manager, Southeast Asia
* Anthony Scioscia	Vice President and General Manager, North America

Ronald Sforza	Operations Vice President, Strategic Planning and Business Development, and Vice President/General Manager Carrier Alliance
John Sullivan	Vice President, General Manager, Sales (Americas)
John L. Sutherland	Vice President and General Manager, Hawaii/Guam
Nicholas P. Taro	Vice President/General Manager, Northeast & South Atlantic/Gulf Operations
John J. Van De Merwe	Vice President and General Manager, North Europe & CIS
Radoje Vulovic	Vice President, Ocean Transportation Services
Robert S. Zuckerman	Secretary
T. Brogan Duffy	Staff Vice President- Capital Structure Planning
Brian E. Dugan	Staff Vice President, Labor Relations
* M. Clinton Eisenhower	Staff Vice President, Communications
Kenneth C. Gaulden	Staff Vice President, Government Marketing
Ann E. Isaac	Staff Vice President, Labor Relations
Daniel J. McHugh	Staff Vice President, Yield Management
Connie Mearkle	Staff Vice President and Treasurer
Geoffrey A. Peters	Staff Vice President, Shipment Management
Prem R. Rajani	Staff Vice President, Finance and Planning - Americas
Roy R. Tolley	Staff Vice President, Labor Relations
James R. Watkins	Staff Vice President, Information Technology Systems
Robert S. Scavone	Staff Vice President, Corporate Development
Peter K. Wong	Staff Vice President, Finance

Irene Yew

Gary L. Ritzman

Robert J. Chitty
Sandra L. Frazier
John P. McConville
Michael T. Avara
Lance G. Brockmeier
Michael J. Tracey
Thomas E. Griffin
Samuel A. Washington
Louis J. Borntraeger
Charles T. Gibbons

I.R.S. EMPLOYER
IDENTIFICATION NO.:

and Planning - Atlantic-
AME

Staff Vice President, Finance
& Planning, Pacific and
Alaska

Division Vice President &
General Manager, Alaska

Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Controller
Assistant Controller
Assistant Controller
Assistant Treasurer
Assistant Treasurer
Tax Officer
Tax Officer

22-1625254