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FILED  
May 13 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Morham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **826018** (4)  
1. Corporation Name  
**POLAROID CORPORATION**

Principal Place of Business <b>549 TECHNOLOGY SQUARE CAMBRIDGE MA 02139</b>	Mailing Address <b>575 TECHNOLOGY SQUARE SE CAMBRIDGE MA 02139 US</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>04/09/1971</b>	
21 Suite, Apt #, etc.	26	27 Suite, Apt #, etc.	30	4. FEI Number <b>04-1734655</b>	Applied For <input type="checkbox"/> Not Applicable
22 City & State	27	28 City & State	31	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
23 Zip	28	29 Zip	32	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
24 Country	29	30 Country	33	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 <b>THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301</b>		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		FL	

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	CEOC <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>DICAMILLO, GARY T.</b>	1.2 NAME	
STREET ADDRESS	<b>549 TECHNOLOGY SQUARE</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>CAMBRIDGE MA</b>	1.4 CITY-ST-ZIP	
TITLE	VT <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>NORWOOD, RALPH M</b>	2.2 NAME	
STREET ADDRESS	<b>549 TECHNOLOGY SQUARE</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>CAMBRIDGE MA</b>	2.4 CITY-ST-ZIP	
TITLE	V <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>ANCONA, SQUARE</b>	3.2 NAME	<b>Boynton, Judith</b>
STREET ADDRESS	<b>549 TECHNOLOGY SQUARE</b>	3.3 STREET ADDRESS	<b>549 Technology Square</b>
CITY-ST-ZIP	<b>CAMBRIDGE MA</b>	3.4 CITY-ST-ZIP	<b>Cambridge, MA</b>
TITLE	VCF <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>O'NEILL, WILLIAM, JR</b>	4.2 NAME	<b>O'Neill, William, Jr.</b>
STREET ADDRESS	<b>549 TECHNOLOGY SQUARE</b>	4.3 STREET ADDRESS	<b>549 Technology Square</b>
CITY-ST-ZIP	<b>CAMBRIDGE MA</b>	4.4 CITY-ST-ZIP	<b>Cambridge, MA</b>
TITLE	VS <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>LEMBERG, THOMAS M.</b>	5.2 NAME	<b>Lemberg, Thomas M.</b>
STREET ADDRESS	<b>549 TECHNOLOGY SQUARE</b>	5.3 STREET ADDRESS	<b>549 Technology Square</b>
CITY-ST-ZIP	<b>CAMBRIDGE MA</b>	5.4 CITY-ST-ZIP	<b>Cambridge, MA</b>
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>UHRICH, CAROLE J.</b>	6.2 NAME	
STREET ADDRESS	<b>549 TECHNOLOGY SQUARE</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>CAMBRIDGE MA</b>	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: *Ralph M. Norwood* 4/29/98  
Ralph M. Norwood  
Vice Pres. & Treas. 781-386-6583

CR2034 (10/97)

**POLAROID CORPORATION**  
**549 TECHNOLOGY SQUARE**  
**CAMBRIDGE, MA 02139**

**OFFICERS**

<b>Gary T. DiCamillo</b>	<b>Chief Executive Officer</b>
<b>Judith Boynton</b>	<b>Executive Vice President &amp; Chief Financial Officer</b>
<b>William J. O'Neill, Jr.</b>	<b>Executive Vice President</b>
<b>Serafino Posa</b>	<b>Executive Vice President</b>
<b>Carole J. Uhrich</b>	<b>Executive Vice President</b>
<b>Robert M. Delahunt</b>	<b>Senior Vice President</b>
<b>Thomas M. Lemberg</b>	<b>Senior Vice President, Secretary &amp; General Counsel</b>
<b>Joseph G. Parham, Jr.</b>	<b>Senior Vice President</b>
<b>Satish C. Agrawal</b>	<b>Chief Technology Office &amp; Group Vice President</b>
<b>James R. Barron</b>	<b>Vice President</b>
<b>F. Richard Cottrell</b>	<b>Vice President</b>
<b>Hemang D. Dave'</b>	<b>Vice President</b>
<b>Chris A. DeBleser</b>	<b>Vice President</b>
<b>Fawwaz N. Habbal</b>	<b>Vice President</b>
<b>John R. Jenkins</b>	<b>Vice President</b>
<b>Paul E. Lambert</b>	<b>Vice President</b>
<b>Michael J. LeBlanc</b>	<b>Vice President</b>
<b>Samuel H. Liggero</b>	<b>Vice President</b>
<b>Carl L. Lueders</b>	<b>Vice President &amp; Controller</b>
<b>Tadaaki Masuda</b>	<b>Vice President</b>
<b>Robert S. Murray</b>	<b>Vice President</b>
<b>Jeremiah J. Noonan</b>	<b>Vice President</b>
<b>Ralph M. Norwood</b>	<b>Vice President &amp; Treasurer</b>
<b>Norman H. Perrault</b>	<b>Vice President</b>
<b>Brian Poggi</b>	<b>Vice President</b>
<b>Leonard Polizzotto</b>	<b>Vice President</b>
<b>J. Samuel Ridley</b>	<b>Vice President</b>
<b>Ian Shiers</b>	<b>Vice President</b>
<b>Marian J. Stanley</b>	<b>Vice President</b>

**POLAROID CORPORATION**  
**549 TECHNOLOGY SQUARE**  
**CAMBRIDGE, MASSACHUSETTS 02139**

**BOARD OF DIRECTORS**

Gary T. DiCamillo, Chairman

Ralph Gomory

Frank S. Jones

Stephen P. Kaufman

John W. Loose

Albin F. Moschner

Henry Necarsulmer

Kenneth H. Olsen

Ronald F. Olsen

Lester Pollack

Charles P. Slichter

Ralph Z. Sorensen

Delbert C. Staley

Berne D. L. Strom

Alfred M. Zeien