

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
May 09 1997 8:00am
Secretary of State

DOCUMENT # 826151 (3)

1. Corporation Name
UNITED DOMINION INDUSTRIES, INC.

Principal Place of Business
2300 ONE FIRST UNION CENTER
301 SOUTH COLLEGE STREET
CHARLOTTE NC 28202-3039

Mailing Address
2300 ONE FIRST UNION CENTER
301 SOUTH COLLEGE STREET
CHARLOTTE NC 28202-6000

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip

Country

28 Zip

Country

24 25 9. Name and Address of Current Registered Agent

29 30 10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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

TITLE D
NAME W. W. STINSON
STREET ADDRESS STE 800, PLACE DU CANADA
CITY-ST-ZIP MONTREAL, QUEBEC

TITLE PCOO
NAME VER HAGEN, J K
STREET ADDRESS 2300 ONE FIRST UNION CENTER
CITY-ST-ZIP CHARLOTTE NC

TITLE EVP
NAME F. J. STEVENSON
STREET ADDRESS 14300 W SHORE LANE
CITY-ST-ZIP MIDLOTHIAN VA

TITLE SVPS
NAME BURNS, B.B. J
STREET ADDRESS 2300 ONE FIRST UNION CENTER
CITY-ST-ZIP CHARLOTTE NC

TITLE DC
NAME HOLLAND, W.R.
STREET ADDRESS 2300 ONE FIRST UNION CTR
CITY-ST-ZIP CHARLOTTE NC

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
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
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
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, or on an attachment with an address.

SIGNATURE

[Signature]

T. J. Spudis, Asst. Treasurer, 4/29/97

704-247-2222

CR2E034 (9/96)

UNITED DOMINION INDUSTRIES, INC.

Title
Name
Address
City, State, Zip

Title
Name
Address
City, State, Zip

Title
Name
Address
City, State, Zip

E/V/P & C/A/O
R. E. Drury
2300 One First Union Center
Charlotte, NC 28202-6039

V/P & A/S
R. L. Magee
2300 One First Union Center
Charlotte, NC 28202-6039

A/S
J. R. Moore
2300 One First Union Center
Charlotte, NC 28202-6039

S/V/P & C/F/O
G. A. Eisenberg
2300 One First Union Center
Charlotte, NC 28202-6039

A/S
R. P. McKinney
2300 One First Union Center
Charlotte, NC 28202-6039

S/V/P
I. B. Prude
Suite 410, 6000 Poplar Ave.
Memphis, TN 38119

V
R. L. Shaffer
2300 One First Union Center
Charlotte, NC 28202-6039

A/S
D. B. Palmer
2300 One First Union Center
Charlotte, NC 28202-6039

S/V/P
J. G. MacKay
2300 One First Union Center
Charlotte, NC 28202-6039

V
W. Dries
2300 One First Union Center
Charlotte, NC 28202-6039

A/T
J. E. Estes
2300 One First Union Center
Charlotte, NC 28202-6039

D
D. D. Ruffin
2841 Galsworthy Drive
Winston-Salem, NC 27106

V/T
T. J. Snyder
2300 One First Union Center
Charlotte, NC 28202-6039

A/T
S. D. Greenfeld
2300 One First Union Center
Charlotte, NC 28202-6039

SVP
R. A. Bearse
2300 One First Union Center
Charlotte, NC 28202-6039

V
T. J. Verhagen
2300 One First Union Center
Charlotte, NC 28202-6039

V/P & A/T
J. P. Hassett
2300 One First Union Center
Charlotte, NC 28202-6039

A/S
J. M. Burtis
2300 One First Union Center
Charlotte, NC 28202-6039

V/P
J. M. Childress
2300 One First Union Center
Charlotte, NC 28202-6039

A/S
D. J. Clark
2300 One First Union Center
Charlotte, NC 28202-6039

A/V/P
C. T. Leinbach III
2300 One First Union Center
Charlotte, NC 28202-6039