

1-24-97 B-663 -c

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

FILED

Jan 24 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 # 833325 (4)

1. Corporation Name
KERR GROUP, INC.



Principal Place of Business 1840 CENTURY PARK EAST LOS ANGELES CA 90067-2101	Mailing Address 1840 CENTURY PARK EAST LOS ANGELES CA 90067-2101
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2. Principal Place of Business 21 500 NEW HOLLAND AVE. Suite, Apt. #, etc.	2a. Mailing Address 26 500 NEW HOLLAND AVE. Suite, Apt. #, etc.	3. Date Incorporated or Qualified 11/23/1974	3a. Date of Last Report 05/01/1996
22 City & State 23 LANCASTER, PA.	27 City & State 28 LANCASTER, PA.	4. FEI Number 95-0898810	Applied For <input type="checkbox"/> Not Applicable
24 17602 Country 25 USA	29 17602 Country 30 USA	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	

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

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	FL
83	
84 City	

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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VPT GEOFFREY A WHYNOT 21130 BRUNNELL CT. TOPANGA CA	<input type="checkbox"/> DELETE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V STRICKLAND, D. GORDON 830 HAVERFORD AVE., UNIT 2 PACIFIC PALIS CA	<input type="checkbox"/> DELETE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	CPD NORIAN, ROGER W. 1840 CENTURY PARK EAST LOS ANGELES CA	<input checked="" type="checkbox"/> DELETE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VPS LARRY R KNIPPLE 21347 CANDICE PLACE CHATSWORTH CA	<input type="checkbox"/> DELETE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VPC GRASSBAUGH, J. STEVE 3724 MYRTLE AVENUE LONG BEACH CA	<input checked="" type="checkbox"/> DELETE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SV REEVES, ROBERT S. 41 DEER FORD DR. LANCASTER PA	<input type="checkbox"/> DELETE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition

11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY - ST - ZIP	VPT 3284 VERDANT GROVE LANCASTER, PA. 17601	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY - ST - ZIP	P 829 WOODFIELD DR. LITITZ, PA. 17543	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY - ST - ZIP	C/D ELISH, HERBERT 108 WOODLAND RD. PITTSBURGH, PA. 15232	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
41 TITLE 42 NAME 43 STREET ADDRESS 44 CITY - ST - ZIP	VIS Susquehanna Farms, Route 1, Box 1425 WRIGHTSVILLE, PA. 17368	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
51 TITLE 52 NAME 53 STREET ADDRESS 54 CITY - ST - ZIP	V DITTMAR, RICHARD H. 620 FIELDCREST RD. LANCASTER, PA. 17601	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
61 TITLE 62 NAME 63 STREET ADDRESS 64 CITY - ST - ZIP	V	<input checked="" type="checkbox"/> Change <input type="checkbox"/> 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: X *[Signature]* DATE: 1/16/97 DAYTIME PHONE #: (717)299-6511

CR2E034 (9/96)

CURRENT LIST OF DIRECTORS & OFFICERS

December 31, 1996

OFFICERS

D. Gordon Strickland
President and Chief Executive Officer
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602

Geoffrey A. Whynot
Vice President, Chief Financial Officer
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602

Larry R. Knipple
Vice President, Secretary
Kerr Group, Inc.
508 New Holland Avenue
Lancaster, Pennsylvania 17602

Richard H. Dittmar
Vice President, Employee Relations
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602

Robert S. Reeves II
Senior Vice President, Sales
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602
(717) 299-6511

DIRECTORS

Herbert Elish
Chairman of the Board
108 Woodland Road
Pittsburgh, Pennsylvania 15232

Gordon C. Hurlbert
Executive Associates
2210 One PPG Place
Pittsburgh, Pennsylvania 15222

Mr. Michael C. Jackson
177 Sabbaday Lane
Washington Depot, Connecticut 06794

John D. Kyle
(Retired)

James R. Mellor
General Dynamics Corporation
3190 Fairview Park Drive
Falls Church, Virginia 22042-4523

Robert M. O'Hara
Falcon Management
3131 South Dixie Highway, Suite 100
Dayton, Ohio 45429
Harvey L. Sperry
Willkie Farr & Gallagher
One Citicorp Center
153 East 53rd Street, 47th Floor
New York, New York 10022