

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

FILED

May 20 1998 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1998 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # 838896 (9)  
1. Corporation Name  
PREMIERCO SERVICE CORPORATION

Principal Place of Business  
4500 EUCLID AVE  
CLEVELAND OH 44103

Mailing Address  
4500 EUCLID AVE  
CLEVELAND OH 44103



DO NOT WRITE IN THIS SPACE

|                                |                     |                     |                  |                                                                                                                                                                 |                                   |
|--------------------------------|---------------------|---------------------|------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|
| 2. Principal Place of Business |                     | 2a. Mailing Address |                  | 3. Date Incorporated or Qualified<br>08/08/1977                                                                                                                 |                                   |
| 21                             | Suite, Apt. #, etc. | 26                  | 4500 Euclid Ave. | 4. FEI Number<br>34-1149285                                                                                                                                     | Applied For<br>Not Applicable     |
| 22                             | City & State        | 27                  | P.O. Box 94884   | 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                       | \$8.75 Additional<br>Fee Required |
| 23                             | Zip                 | 28                  | Cleveland OH     | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                              | \$5.00 May Be<br>Added to Fees    |
| 24                             | Country             | 29                  | U.S.A.           | 8. This corporation owes or has paid the current year Intangible<br>Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No |                                   |

|                                                                          |  |                                                       |  |
|--------------------------------------------------------------------------|--|-------------------------------------------------------|--|
| g. Name and Address of Current Registered Agent                          |  | 10. Name and Address of New Registered Agent          |  |
| CT CORPORATION SYSTEM<br>1200 S. PINE ISLAND ROAD<br>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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

| 12. OFFICERS AND DIRECTORS |                      | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                           |
|----------------------------|----------------------|-------------------------------------------------------|-------------------------------------------|
| TITLE                      | D                    | 1.1 TITLE                                             | D, V                                      |
| NAME                       | MANDEL, MORTON L.    | 1.2 NAME                                              | Andrew C. Fisher                          |
| STREET ADDRESS             | 4415 EUCLID AVE.     | 1.3 STREET ADDRESS                                    | Farnell House, Sandbeck Way               |
| CITY - ST - ZIP            | CLEVELAND OH         | 1.4 CITY - ST - ZIP                                   | Wetherby, West Yorkshire LS22 4DH England |
| TITLE                      | VS                   | 2.1 TITLE                                             | D, V, T                                   |
| NAME                       | FRANK HOWARD P       | 2.2 NAME                                              | Williams, E. Evanston                     |
| STREET ADDRESS             | 4500 EUCLID AVE      | 2.3 STREET ADDRESS                                    | 4500 Euclid Ave.                          |
| CITY - ST - ZIP            | CLEVELAND OH         | 2.4 CITY - ST - ZIP                                   | Cleveland OH 44103                        |
| TITLE                      | D                    | 3.1 TITLE                                             | D, V, P                                   |
| NAME                       | SIMS, PHILIP S.      | 3.2 NAME                                              | Philip S. Sims                            |
| STREET ADDRESS             | 4500 EUCLID AVE.     | 3.3 STREET ADDRESS                                    | 4500 Euclid Ave.                          |
| CITY - ST - ZIP            | CLEVELAND OH         | 3.4 CITY - ST - ZIP                                   | Cleveland OH 44103                        |
| TITLE                      | S                    | 4.1 TITLE                                             | P                                         |
| NAME                       | VLCEK, JOHN M (ASST) | 4.2 NAME                                              | William M. Hamilton                       |
| STREET ADDRESS             | 4415 EUCLID AVE.     | 4.3 STREET ADDRESS                                    | 4500 Euclid Ave.                          |
| CITY - ST - ZIP            | CLEVELAND OH         | 4.4 CITY - ST - ZIP                                   | Cleveland OH 44103                        |
| TITLE                      | D                    | 5.1 TITLE                                             | V, S                                      |
| NAME                       | MANDEL, JOSEPH C.    | 5.2 NAME                                              | Kenneth J. Mullen                         |
| STREET ADDRESS             | 4415 EUCLID AVE.     | 5.3 STREET ADDRESS                                    | Farnell House, Sandbeck Way               |
| CITY - ST - ZIP            | CLEVELAND OH         | 5.4 CITY - ST - ZIP                                   | Wetherby, West Yorkshire England LS22 4DH |
| TITLE                      | D                    | 6.1 TITLE                                             | V,                                        |
| NAME                       | MANDEL, JACK N.      | 6.2 NAME                                              | Joseph R. Daprite                         |
| STREET ADDRESS             | 4415 EUCLID AVE.     | 6.3 STREET ADDRESS                                    | 4500 Euclid Ave.                          |
| CITY - ST - ZIP            | CLEVELAND OH         | 6.4 CITY - ST - ZIP                                   | Cleveland OH 44103                        |

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 in an attachment with an address.

SIGNATURE \_\_\_\_\_ 4/30/98 (216) 361-7446

CP2E034 (10/97)

**PREMIERCO SERVICE CORPORATION**  
(Ohio Corporation)

**DIRECTORS**

WILLIAM J. EVANSON

ANDREW C. FISHER

PHILIP S. SIMS

**OFFICERS**

|                     |   |                                    |
|---------------------|---|------------------------------------|
| William M. Hamilton | - | President                          |
| William J. Evanson  | - | Vice President and Treasurer       |
| Andrew C. Fisher    | - | Vice President                     |
| David Gaskin        | - | Assistant Treasurer                |
| Kenneth J. Mullen   | - | Vice President & Secretary         |
| Joseph R. Daprile   | - | Vice President and General Counsel |
| Philip S. Sims      | - | Vice President                     |
| James A. Kersteiner | - | Assistant Secretary                |
| Kathryn E. Scully   | - | Assistant Secretary                |

PREMIERCO SERVICE CORPORATION

**WILLIAM J. EVANSON-**  
273-48-0396  
8082 Hackberry Drive  
Mentor, Ohio 44060

4500 Euclid Avenue  
Cleveland, OH 44103

**ANDREW C. FISHER**  
5 Esholt Avenue  
Guisely  
Leeds, West Yorkshire  
England LS20 8AX

Farnell House  
Sandbeck Way  
Wetherby, West Yorkshire  
England LS22 4DH

**PHILIP S. SIMS**  
284-14-5930  
26095 Hurlingham Road  
Beachwood, OH 44122

4500 Euclid Avenue  
Cleveland, OH 44103

Officers

Business Address

**WILLIAM M. HAMILTON** - President  
145-16-8127  
1585 Greenleaf Circle  
Westlake, OH 44145

4500 Euclid Avenue  
Cleveland, OH 44103

**WILLIAM J. EVANSON**-Vice President  
and Treasurer  
273-48-0396  
8082 Hackberry Drive  
Mentor, Ohio 44060

4500 Euclid Avenue  
Cleveland, OH 44103

**ANDREW C. FISHER** -- Vice President  
5 Esholt Avenue  
Guisely  
Leeds, West Yorkshire  
England LS20 8AX

Farnell House  
Sandbeck Way  
Wetherby, West Yorkshire  
England LS22 4DH

**DAVID GASKIN** - Assistant Treasurer  
37 Ibbetson Oval  
Morley  
Churchwell  
Leeds, West Yorkshire  
England LS27 7RY

Farnell House  
Sandbeck Way  
Wetherby, West Yorkshire  
England LS 22 4DH

**KENNETH J. MULLEN -- Vice President**  
Tonhil House                      and Secretary  
Borrowby, Near Thirsk  
North Yorkshire  
England YO7 4QQ

Farnell House  
Sandbeck Way  
Wetherby, West Yorkshire  
England LS 22 4DH

**JOSEPH R. DAPRILE - Vice President**  
290-54-1112                      and General Counsel  
2909 Southington Road  
Shaker Hts., OH 44120

4500 Euclid Avenue  
Cleveland, OH 44103

**PHILIP S. SIMS-Vice President**  
284-14-5930  
26095 Hurlingham  
Beachwood, OH 44122

4500 Euclid Avenue  
Cleveland, OH 44103

**JAMES A. KERSTEINER - Assistant Secretary**  
288-42-7553  
35917 Windemere Way  
Avon, OH 44011

4500 Euclid Avenue  
Cleveland, OH 44103

**KATHRYN E. SCULLY-Assistant Secretary**  
279-62-3993  
6520 E. Wallings Road  
Brecksville, Ohio 44141

4500 Euclid Avenue  
Cleveland, OH 44103