


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

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**FILED**  
**May 11, 1999 8:00 am**  
**Secretary of State**

05-11-1999 90033 024 \*\*\*150.00

PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 839620**

1. Corporation Name  
**BASF CORPORATION**

Principal Place of Business 3000 CONTINENTAL DR NORTH MOUNT OLIVE NJ 07828-234 US	Mailing Address 3000 CONTINENTAL DRIVE NORTH MOUNT OLIVE NJ 07828-234 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 3000 Continental Dr. - North Suite, Apt. #, etc. 22 City & State 23 Mount Olive, NJ Zip Country 24 07828-1234 25	2a. Mailing Address 26 3000 Continental Dr. - N. Suite, Apt. #, etc. 27 City & State 28 Mount Olive, NJ Zip Country 29 07828-1234 30
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3. Date Incorporated or Qualified 12/05/1977	4. FEI Number 16-1090809 Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. 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	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 \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	VOSCHERAU, EGGERT	
STREET ADDRESS	3000 CONTINENTAL DR.	
CITY-ST-ZIP	MOUNT OLIVE NJ 07828-1234	
TITLE	S	<input type="checkbox"/> DELETE
NAME	ALLMAN, THOMAS	
STREET ADDRESS	3000 CONTINENTAL DR.	
CITY-ST-ZIP	MOUNT OLIVE NJ 07828-1234	
TITLE	EVP	<input type="checkbox"/> DELETE
NAME	LIZZI, WILLIAM J	
STREET ADDRESS	3000 CONTINENTAL DR.	
CITY-ST-ZIP	MOUNT OLIVE NJ	
TITLE	T	<input type="checkbox"/> DELETE
NAME	KERSCHNER, MARK A.	
STREET ADDRESS	3000 CONTINENTAL DR.	
CITY-ST-ZIP	MOUNT OLIVE NJ	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	KAPLAN, PHILIP E	
STREET ADDRESS	3000 CONTINENTAL DR.	
CITY-ST-ZIP	MOUNT OLIVE NJ 07828-1234	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SMITH, GARY E	
STREET ADDRESS	3000 CONTINENTAL DR.	
CITY-ST-ZIP	MOUNT OLIVE NJ	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	President	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Peter Oakley	
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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, with all other like empowered.

SIGNATURE: \_\_\_\_\_ Philip E. Kaplan, Assistant Secretary, 4/19/99  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

**BASF CORPORATION  
- OFFICERS**

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544956-900332  
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Title	Name	Business Address
President & Chief Executive Officer	Peter Oakley	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Executive Vice President & Chief Financial Officer	Kurt W. Bock	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Executive Vice President	Werner Burgert	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Executive Vice President	Carl A. Jennings	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Executive Vice President	Hans Kast	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Executive Vice President	William J. Lizzi	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Executive Vice President	Harold McDonald	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Executive Vice President	Frank McKulka	26701 Telegraph Road Southfield, MI 48034
Senior Vice President General Counsel & Secretary	Thomas Y. Allman	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Senior Vice President Planning & Controlling	Albert V. Cardinale	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Senior Vice President & Treasurer	Mark A. Kerschner	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Senior Vice President Information Technology	Gerard de Beuckelaer	3000 Continental Drive - North Mount Olive, NJ 07828-1234

**BASF CORPORATION  
- OFFICERS**

Title	Name	Business Address
Senior Vice President Logistics	Fabian J. Federico	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Assistant Controller	Anthony Bruzzi	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Assistant Secretary	Keith Ansbacher	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Assistant Secretary	Maira L. Brophy	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Assistant Secretary	Philip E. Kaplan	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Assistant Secretary	Douglas Martin	4824 Parkway Plaza Charlotte, NC 28217
Assistant Secretary	David F. Ryer	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Assistant Secretary	Gary E. Smith	3000 Continental Drive - North Mount Olive, NJ 07828-1234
Assistant Secretary	E. James Woodhouse	26 Davis Drive Research Triangle Park, NC 27709
Assistant Treasurer	Philip E. Kaplan	3000 Continental Drive - North Mount Olive, NJ 07828-1234

544956-90033-24  
839620



**BAS CORPORATION**  
**- DIRECTORS**

Name	Business Address
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Peter Oakley  
Chairman  
3000 Continental Drive - North  
Mount Olive, NJ 07828-1234

Kurt W. Bock  
3000 Continental Drive - North  
Mount Olive, NJ 07828-1234

Werner Burgert  
3000 Continental Drive - North  
Mount Olive, NJ 07828-1234

Harald Grunert  
BASF Aktiengesellschaft  
67056 Ludwigshafen  
Germany

Carl A. Jennings  
3000 Continental Drive - North  
Mount Olive, NJ 07828-1234

Hans Kast  
3000 Continental Drive - North  
Mount Olive, NJ 07828-1234

William J. Lizzi  
3000 Continental Drive - North  
Mount Olive, NJ 07828-1234

Frank McKuika  
26701 Telegraph Road  
Southfield, MI 48034

Eckart Suenner  
BASF Aktiengesellschaft  
67056 Ludwigshafen  
Germany

544956-700354  
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