

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # **851221** (2)
1. Corporation Name
WILLIAM M. MERCER, INCORPORATED



Principal Place of Business: 1166 AVE. OF THE AMERICAS, TAX DEPT. 30 FL, NEW YORK NY 10036-2708
Mailing Address: 1166 AVE. OF THE AMERICAS, TAX DEPT. 30 FL, NEW YORK NY 10036-2708

3. Date Incorporated or Qualified: 12/07/1981
3a. Date of Last Report: 05/01/1995
4. FEI Number: 13-2834414
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business (21) Sub. Apt. #, etc. (22) City & State (23) Zip (24) Country (25)
2a. Mailing Address (26) Suite, Apt. #, etc. (27) City & State (28) Zip (29) Country (30)

g. 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
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 of principal officer or director (Print name and title) _____ DATE _____
Signature of registered agent (signature required when filing) _____ DATE _____

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	C	<input checked="" type="checkbox"/> DELETE	1.1 TITLE	CFO/D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	COSTER, PETER		1.2 NAME	MOHAN, P. RAM	
STREET ADDRESS	1166 AVE OF THE AMERICAS		1.3 STREET ADDRESS	1166 AVE OF THE AMERICAS	
CITY-ST-ZIP	NEW YORK NY		1.4 CITY-ST-ZIP	NEW YORK, NY 10036	
TITLE	EVP	<input type="checkbox"/> DELETE	2.1 TITLE	C/CEO	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LYNCH, TIMOTHY J.		2.2 NAME	LYNCH, TIMOTHY J.	
STREET ADDRESS	1166 AVE OF THE AMERICAS		2.3 STREET ADDRESS	1166 AVE OF THE AMERICAS	
CITY-ST-ZIP	NEW YORK NY		2.4 CITY-ST-ZIP	NEW YORK, NY 10036	
TITLE	EVP	<input type="checkbox"/> DELETE	3.1 TITLE	P/D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MAHENDROO, VIKESH		3.2 NAME	MAHENDROO, VIKESH	
STREET ADDRESS	1166 AVE OF THE AMERICAS		3.3 STREET ADDRESS	1166 AVE OF THE AMERICAS	
CITY-ST-ZIP	NEW YORK NY		3.4 CITY-ST-ZIP	NEW YORK, NY 10036	
TITLE	EVP	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	PRINGLE, EDWARD G.		4.2 NAME	BARTON, JOHN W.	
STREET ADDRESS	1166 AVE OF THE AMERICAS		4.3 STREET ADDRESS	3 EMBARCADERO, SUITE 1250	
CITY-ST-ZIP	NEW YORK NY		4.4 CITY-ST-ZIP	SAN FRANCISCO, CA 94111	
TITLE	S	<input type="checkbox"/> DELETE	5.1 TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	FAGAN, WILLIAM C.		5.2 NAME	BOYLAN, CHARLES J.	
STREET ADDRESS	1166 AVE OF THE AMERICAS		5.3 STREET ADDRESS	1166 AVE OF THE AMERICAS	
CITY-ST-ZIP	NEW YORK NY		5.4 CITY-ST-ZIP	NEW YORK, NY 10036	
TITLE	AT	<input type="checkbox"/> DELETE	6.1 TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BLAUVELT, JOHN D.		6.2 NAME	BURNS, ROGER J.	
STREET ADDRESS	1166 AVE OF THE AMERICAS		6.3 STREET ADDRESS	ONE MELLON CENTER, 500 GRANT ST, STE 4200	
CITY-ST-ZIP	NEW YORK NY		6.4 CITY-ST-ZIP	PITTSBURGH PA 15219	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: *John D. Blauvelt* John D. Blauvelt 1/30/96 (212) 345-7330
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (12/95)

WILLIAM M. MERCER, INCORPORATED
(Delaware)
Incorporated July 9, 1975

Officers:

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Timothy J. Lynch	Chairman & Chief Executive Officer	1166 Avenue of the Americas New York, NY 10036
Vikesh Mahendroo	President	1166 Avenue of the Americas New York, NY 10036
P. Ram Mohan	Chief Financial Officer	1166 Avenue of the Americas New York, NY 10036
William C. Fagan	Secretary	1166 Avenue of the Americas New York, NY 10036
John D. Blauvelt	Assistant Treasurer	1166 Avenue of the Americas New York, NY 10036
Daniel L. Percella	Assistant Treasurer	1166 Avenue of the Americas New York, NY 10036

Directors:

John W. Barton	3 Embarcadero Center Suite 1250 San Francisco, CA 94111
Charles J. Boylan	1166 Avenue of the Americas New York, NY 10036
Roger J. Burns	One Mellon Center 500 Grant St., Suite 4200 Pittsburgh, PA 15219
Peter Coster	1166 Avenue of the Americas New York, NY 10036

WILLIAM M. MERCER, INCORPORATED

(Delaware)

Incorporated July 9, 1975

Directors (Continued):

Karen B. Greenbaum	10 South Wacker Drive Suite 1700 Chicago, IL 60606
Gerbrand J. Groen	2300 N Street, NW Suite 730 Washington, DC 20037
Vikesh Mahendroo	1166 Avenue of the Americas New York, NY 10036
Charles M. Metzgar	Mercer Plaza 4600 Cox Road, Suite 400 Glen Allen, VA 23060
P. Ram Mohan	1166 Avenue of the Americas New York, NY 10036
Larry E. North	3700 Georgia-Pacific Center 133 Peachtree St., NE Atlanta, GA 30303
Michael W. O'Neill	1417 Lake Cook Road Deerfield, IL 60015
John M. Regan, III	301 Tresser Boulevard Stamford, CT 06901
Susan J. Velleman	200 Clarendon Street Boston, MA 02116
Daniel C. White	777 South Figueroa St. Suite 2000 Los Angeles, CA 90017