

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

**FILED**  
**May 07 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 851221 (2)**  
 1. Corporation Name  
**WILLIAM M. MERCER, INCORPORATED**



Principal Place of Business <b>1166 AVE. OF THE AMERICAS                  TAX DEPT. 30 FL                  NEW YORK NY 10036-2708</b>	Mailing Address <b>1166 AVE. OF THE AMERICAS                  TAX DEPT. 30 FL                  NEW YORK NY 10036-2708</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		4. FEI Number		Applied For	
21		26 <b>2 WORLD TRADE CENTER</b>		13-2834414		Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired		<input type="checkbox"/> \$8.75 Additional Fee Required	
22		27 <b>48TH FL., TAX DEPT.</b>		6. Election Campaign Financing		<input type="checkbox"/> \$5.00 May Be Added to Fees	
City & State		City & State		Trust Fund Contribution		<input type="checkbox"/>	
23		28 <b>NEW YORK, NY</b>		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Zip	Country	Zip	Country				
24	25	29 <b>10048</b>	30 <b>USA</b>				

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
<b>CT CORPORATION SYSTEM                  1200 S. PINE ISLAND ROAD                  PLANTATION FL 33324</b>				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			
				<b>FL</b>			

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	<b>CFOD</b> <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>MOHAN, P RAM</b>	1.2 NAME	
STREET ADDRESS	<b>1166 AVENUE OF THE AMERICAS</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NEW YORK NY</b>	1.4 CITY-ST-ZIP	
TITLE	<b>CCEO</b> <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>LYNCH, TIMOTHY J.</b>	2.2 NAME	
STREET ADDRESS	<b>1166 AVE OF THE AMERICAS</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NEW YORK NY</b>	2.4 CITY-ST-ZIP	
TITLE	<b>PD</b> <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>MAHENDROO, VIKESH</b>	3.2 NAME	
STREET ADDRESS	<b>1166 AVE OF THE AMERICAS</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NEW YORK NY</b>	3.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>BARTON, JOHN W.</b>	4.2 NAME	
STREET ADDRESS	<b>3 EMBARCADEO, SUITE 1250</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN FRANCISCO CA</b>	4.4 CITY-ST-ZIP	
TITLE	<b>S</b> <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>FAGAN, WILLIAM C.</b>	5.2 NAME	
STREET ADDRESS	<b>1166 AVE OF THE AMERICAS</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NEW YORK NY</b>	5.4 CITY-ST-ZIP	
TITLE	<b>AT</b> <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>BLAUVELT, JOHN D.</b>	6.2 NAME	
STREET ADDRESS	<b>1166 AVE OF THE AMERICAS</b>	6.3 STREET ADDRESS	<b>2 WORLD TRADE CENTER</b>
CITY-ST-ZIP	<b>NEW YORK NY</b>	6.4 CITY-ST-ZIP	<b>NEW YORK NY 10048</b>

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.

SIGNATURE: John D. Blauvelt JOHN D. BLAUVELT (212) 345-7330

CR2E034 (10/97)

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

**Officers:**

<b><u>Name</u></b>	<b><u>Title</u></b>	<b><u>Business Address</u></b>
Timothy J. Lynch	Chairman/ Director	1166 Avenue of the Americas New York, NY 10036
Vikesh Mahendroo	President/ Director	1166 Avenue of the Americas New York, NY 10036
P. Ram Mohan	Chief Financial Officer/ Director	1166 Avenue of the Americas New York, NY 10036
Peter A. Bleyler	Chief HR Officer/ Director	2 World Trade Center New York, NY 10048
Yves Roy	Chief IT Officer/ Director	1417 Lake Cook Road Deerfield, IL 60015
William C. Fagan	Secretary	1166 Avenue of the Americas New York, NY 10036
Leonard F. DiNapoli, Jr.	Assistant Secretary	1166 Avenue of the Americas New York, NY 10036
John D. Blauvelt	Assistant Treasurer	2 World Trade Center New York, NY 10048
Daniel L. Percella	Assistant Treasurer	2 World Trade Center New York, NY 10048

**Directors:**

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

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

**Directors (Continued):**

<b>Stephen C. Carlson</b>	<b>10 South Wacker Drive Suite 1700 Chicago, IL 60606</b>
<b>Peter Coster</b>	<b>1166 Avenue of the Americas New York, NY 10036</b>
<b>Karen B. Greenbaum</b>	<b>10 South Wacker Drive Suite 1700 Chicago, IL 60606</b>
<b>Gerbrand J. Groen</b>	<b>2300 N Street, NW Suite 730 Washington, DC 20037</b>
<b>Paul D. Kohlenbrener</b>	<b>10 South Wacker Drive Suite 1700 Chicago, IL 60606</b>
<b>Charles M. Metzgar</b>	<b>Mercer Plaza 4600 Cox Road, Suite 400 Glen Allen, VA 23060</b>
<b>Larry E. North</b>	<b>3700 Georgia-Pacific Center 133 Peachtree St., NE Atlanta, GA 30303</b>
<b>John M. Regan, III</b>	<b>1166 Avenue of the Americas New York, NY 10036</b>
<b>Joseph D. Salerno</b>	<b>1166 Avenue of the Americas New York, NY 10036</b>
<b>Susan J. Velleman</b>	<b>200 Clarendon Street Boston, MA 02116</b>
<b>Daniel C. White</b>	<b>777 South Figueroa St. Suite 2000 Los Angeles, CA 90017</b>