


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

FILED
Feb 05 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 853159 (2)
 1. Corporation Name
DURACELL INC.



Principal Place of Business BIRKSHIRE CORPORATE PARK BETHEL CT 06801 US	Mailing Address BIRKSHIRE CORPORATE PARK BETHEL CT 06801 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21. Berkshire Corporate Park Suite, Apt. #, etc. 22. City & State 23. Bethel, CT Zip 24. 06801	2a. Mailing Address 26. Suite, Apt. #, etc. 27. City & State 28. Zip 29. Country
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3. Date Incorporated or Qualified 06/15/1982	4. FEI Number 95-3303078	Applied For <input type="checkbox"/> 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 or has paid the current year intangible Personal Property Tax due June 30. <input 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	
82. Street Address (P.O. Box Number is Not Acceptable)	
83. City	
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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CHARLES PERRIN	1.2 NAME	
STREET ADDRESS	BERKSHIRE CORPORATE PARK	1.3 STREET ADDRESS	
CITY-ST-ZIP	BETHEL CT	1.4 CITY-ST-ZIP	
TITLE	VP <input checked="" type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JOHNSON, BARBARA JO	2.2 NAME	
STREET ADDRESS	BERKSHIRE CORPORATE PARK	2.3 STREET ADDRESS	
CITY-ST-ZIP	BETHEL CT	2.4 CITY-ST-ZIP	
TITLE	SVP <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEWIS, GARNET WADE	3.2 NAME	
STREET ADDRESS	BERKSHIRE INDUSTRIAL PK	3.3 STREET ADDRESS	
CITY-ST-ZIP	BETHEL CT	3.4 CITY-ST-ZIP	
TITLE	DVS <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DWYER, GREGG A.	4.2 NAME	
STREET ADDRESS	BERKSHIRE IND PARK	4.3 STREET ADDRESS	
CITY-ST-ZIP	BETHEL CT	4.4 CITY-ST-ZIP	
TITLE	VPC <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BURGHOLZER, ROBERT	5.2 NAME	
STREET ADDRESS	BERKSHIRE INDUSTRIAL PK	5.3 STREET ADDRESS	
CITY-ST-ZIP	BETHEL CT	5.4 CITY-ST-ZIP	
TITLE	VP <input checked="" type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SOMERSET WATERS	6.2 NAME	
STREET ADDRESS	BERKSHIRE CORPORATE PARK	6.3 STREET ADDRESS	
CITY-ST-ZIP	BETHEL CT	6.4 CITY-ST-ZIP	

PLEASE SEE ATTACHED LIST

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: *Richardson* **Richardson** 1/19/98

CR2E034 (10/97)

DR0001 - Duracell Inc.

Directors

Joel P. Davis
Michael C. Hawley
Joseph E. Mullaney

Officers

Edward F. Degraan	President
J. Norman Allen	Vice President
Charles W. Cramb	Vice President
Steven G. Staves	Vice President
Ronald V. Waters	Treasurer
Robert A. Burgholzer	Controller
Jill C. Richardson	Secretary
Gianulderico Camuzzi	Assistant Treasurer
Paul A. Demers	Assistant Treasurer
Walter Ochynski	Assistant Treasurer
Kevin Loftus	Assistant Secretary
Timothy N. MacCaw	Assistant Secretary
John M. McGowan	Assistant Secretary
William J. Mostyn	Assistant Secretary
Andrew J. Redpath	Assistant Secretary
Donal B. Tobin	Assistant Secretary
Christopher M. Williams	Assistant Secretary
Ronald V. Waters	Vice President Finance