

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
Jun 09 1997 8:00am
Secretary of State

DOCUMENT # F93000004071 (7)

1. Corporation Name
COTT BEVERAGES USA, INC.

Principal Place of Business
5650 WHITESVILLE ROAD, SUITE 201
COLUMBUS GA 31904

Mailing Address
5650 WHITESVILLE ROAD, SUITE 201
COLUMBUS GA 31904-9071



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/08/1993		3a. Date of Last Report 04/23/1996	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 58-1947565		Applied For Not Applicable	
22	City & State	27	City & State	5. Certificate of Status Desired ☐		\$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution ☐		\$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No			
9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 SOUTH 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, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent's signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CO PENCER, GERALD N 207 QUEENS QUAY WEST, STE. 800 TORONTO, ONT., CANADA	1.1 TITLE	☐ Change ☐ Addition
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	VO LATTA, FRASER D 207 QUEENS QUAY WEST, STE. 800 TORONTO, ONT., CANADA	2.1 TITLE	☐ Change ☐ Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	SO HENDERSON, PAUL K 207 QUEENS QUAY WEST, STE. 800 TORONTO, ONT., CANADA	3.1 TITLE	☐ Change ☐ Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	VP VAUGHN, MATT 5650 WHITESVILLE RD. COLUMBUS GA 31904	4.1 TITLE	☐ Change ☐ Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	SVP FLEMING, M. JEFFREY 5650 WHITESVILLE ROAD, COLUMBUS GA 31904	5.1 TITLE	☐ Change ☐ Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	VP VIRMONI, PREM 5650 WHITESVILLE RD. COLUMBUS GA 31904	6.1 TITLE	☐ Change ☐ Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do 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: *[Signature]* CFO USA Jon Peterson 6/2/97
60627 922-751-1030

CR2E034 (9/96)

CORPORATE DIRECTORY

BOARD OF DIRECTORS

**Member of the Audit Committee*

Colin J. Adair*

*Executive Vice-President and Resident Director
Midland Walwyn Capital Inc.*

Serge Gouin*

*President and Chief Operating Officer
Le Groupe Viddotron*

Stephen H. Halperin

Partner, Goodman Phillips & Vineberg

True H. Knowles*

Corporate Director

Fraser D. Latta

Vice Chairman, Calt Corporation

David A. Nichol

*President and Chief Executive Officer
Destination Products International, Inc.*

Gerald N. Pencer

*Chairman, President and Chief Executive Officer
Calt Corporation*

Samuel S. Pencer

Senior Vice Chairman, Calt Corporation

Donald G. Watt

Chairman, The Watt Design Group Inc.

OFFICERS AND SENIOR MANAGEMENT

Calt Corporation

207 Queen's Quay West, Suite 800

Toronto, Ontario M5J 1A7

Phone: (416)203-3898

Fax: (416)203-3914

Gerald N. Pencer

Chairman, President and Chief Executive Officer

Samuel S. Pencer

Senior Vice Chairman

Mark Benadiba

Executive Vice President, Central Division

Paul K. Henderson

*Executive Vice President, Finance and Administration
and Chief Financial Officer*

Thomas M. Hiles

Executive Vice President, Manufacturing

Lawrence A. Pentland

Executive Vice President, Northeast Division

Paul Richardson

*Executive Vice President, Western Division
and International*

Frank Galati

*Vice President, Corporate Affairs and Strategic
Planning*

Ivan Grimaldi

Vice President, Global Procurement

Mark Halperin

*Vice President, General Counsel and Corporate
Secretary*

Dan Portnoy

Vice President, Marketing

Dr. Daniel Silver

Vice President, Leadership Development

William M. Smith

Vice President and Treasurer

Prem Virmani

Vice President, Technical Services

WESTERN DIVISION

Paul Richardson

Executive Vice President, Western Division

4810 76 Avenue Southeast

Calgary, Alberta T2C 2V2

Phone: (403)279-6677

Fax: (403)279-9714

15050 - 54A Avenue, R.R. #10

Surrey, British Columbia V3S 8E7

Phone: (604)574-1970

Fax: (604)574-9464

Mark Wiens

Vice President and General Manager

336 Central Avenue

San Bernardino, California 92408

Phone: (909)381-3152

Fax: (909)884-1496

Matt Vaughn

Vice President and General Manager

1350 Old Bayshore Hwy., Suite 210

Burlingame, California 94010

Phone: (415)579-6007

Fax: (415)579-7602

Jon Peterson

Vice President and General Manager

CENTRAL DIVISION

Mark Benadiba

Executive Vice President, Central Division

1425 Greenway Drive, Suite 380

Irving, Texas 75038

Phone: (972)756-6070

Fax: (972)580-7712

4238 Director Drive

San Antonio, Texas 78219

Phone: (210)333-4310

Fax: (210)333-5826

John Dennehy

Vice President and General Manager

2525 Schuetz Road

Maryland Heights, Missouri 63043

Phone: (314)567-1300

Fax: (314)567-0930

310 Larcel Drive

Sikeston, MO 63801

Phone: (573)471-4445

Fax: (573)471-1664

Michel Pelland

Vice President and General Manager

SOUTHEAST DIVISION

Thomas M. Hiles

Executive Vice President, Southeast Division

1213 Culbreth Drive

Wilmington, North Carolina 28405

Phone: (910)256-5734

Fax: (910)256-5768

John Griffith

Vice President and General Manager

4843 Novopharm Blvd.

Wilson, North Carolina 27894

Phone: (919)234-6242

Fax: (919)234-7913

Larry Davies

Director of Operations

SOUTHEAST DIVISION (Continued)

4501 East Acline Drive

Tampa, Florida 33605

Phone: (813)247-2085 291-0147

Fax: (813)241-0223

John Minton

Vice President and General Manager

NORTHEAST DIVISION

Lawrence A. Pentland

Executive Vice President, Northeast Division

6525 Viscount Road

Mississauga, Ontario L4V 1H6

Phone: (905)672-1900

Fax: (905)672-5229

Jim Dickson

Vice President and General Manager

333 Avro Avenue

Pointe-Claire, Québec H9R 5W3

Phone: (514)428-1000

Fax: (514)428-1001

Rene Courmoyer

Vice President and General Manager

4216 Thimmins Blvd.

Ville St. Laurent, Quebec H4R 2B9

Phone: (514)337-8215

Fax: (514)337-5700

Gary Pencer

Vice President and General Manager

P.O. Box 148

Scoudouc Industrial Park

Scoudouc, New Brunswick E0A 1N0

Phone: (506)532-5157

Fax: (506)532-8882

Ralph MacDonald

Vice President and General Manager

UK/EUROPE OPERATIONS

5 Princes Gate

London SW7 1QJ, England

Phone: (171)581-9669

Fax: (171)581-9659

Simon Lester

Executive Vice President and Managing Director

INTERNATIONAL OPERATIONS

Paul Richardson

Executive Vice President, International Operations

Factory Cross

Raheens East, Ringaskiddy

County Cork, Ireland

Phone: (35321)378-940

Fax: (35321)378-691

Paddy Staunton

Finance Director

22 Hawker Street

Victoria, Australia 3042

Phone: (6139)338-4366

Fax: (6139)330-3032

Stuart Branbury

Managing Director