

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

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**Mar 18 1997 8:00am  
Secretary of State**

**PROFIT CORPORATION ANNUAL REPORT 1997**



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

**DOCUMENT # F94000005011 (1)**

1. Corporation Name  
**THE O. M. SCOTT & SONS COMPANY**

Principal Place of Business  
**14111 SCOTTS LAWN ROAD  
MARYSVILLE OH 43041**

Mailing Address  
**14111 SCOTTS LAWN ROAD  
MARYSVILLE OH 43040-9506**

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt #, etc

26 Suite, Apt #, etc

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24 25 29 30 9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION FL 33324**

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 607.0504, Florida Statutes.

SIGNATURE

(Signature type and print the name of the person signing this report.)

(Title - Required of Agent if name required when registering)

DATE

12. OFFICERS AND DIRECTORS

TITLE	CEOD	<input type="checkbox"/> DELETE
NAME	SEITZ, TADD C	
STREET ADDRESS	14111 SCOTTS LAWN ROAD	
CITY-ST-ZIP	MARYSVILLE OH 43041	
TITLE	VCFO	<input checked="" type="checkbox"/> DELETE
NAME	YEAGER, PAUL D	
STREET ADDRESS	14111 SCOTTS LAWN ROAD	
CITY-ST-ZIP	MARYSVILLE OH 43041	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	HUGHES, A. SUE	
STREET ADDRESS	14111 SCOTTS LAWN ROAD	
CITY-ST-ZIP	MARYSVILLE OH 43041	
TITLE	T	<input type="checkbox"/> DELETE
NAME	BERGUM, RICHARD D	
STREET ADDRESS	14111 SCOTTS LAWN ROAD	
CITY-ST-ZIP	MARYSVILLE OH 43041	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	PRES. + CEO	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	CHARLES M. BERGER	
13 STREET ADDRESS	14111 SCOTTS LAWN Rd	
14 CITY-ST-ZIP	MARYSVILLE, Oh 43041	
21 TITLE	V.PRES + CFO	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	JEAN H MORDO	
23 STREET ADDRESS	14111 SCOTTS LAWN Rd	
24 CITY-ST-ZIP	MARYSVILLE, Oh 43041	
31 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE	SENIOR V. PRES.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
52 NAME	JAMES HAGEDORN	
53 STREET ADDRESS	14111 SCOTTS LAWN Rd	
54 CITY-ST-ZIP	MARYSVILLE, Oh 43041	
61 TITLE	SENIOR V. PRES.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
62 NAME	JAMES L. ROGULA	
63 STREET ADDRESS	14111 SCOTTS LAWN Rd	
64 CITY-ST-ZIP	MARYSVILLE, Oh 43041	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(g) 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 in an attachment with an address.



3. Date Incorporated or Qualified **09/27/1994** 3a. Date of Last Report **05/01/1996**  
 4. FEI Number **31-1414921** Applied For Not Applicable  
 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  
 10. Name and Address of New Registered Agent

CR2E034 (9/96)

**The Scotts Company  
(Ohio Corporation)  
Marysville, Ohio**

Directors

Address

<b>James B Beard</b>	<b>Business</b>	<b>1812 Shadowood Drive</b>	<b>College Station, TX 77840</b>
	<b>Residence</b>	<b>1812 Shadowood Drive</b>	<b>College Station, TX 77840</b>
<b>Charles M. Berger</b>	<b>Business</b>	<b>14111 Scottslawn Road</b>	<b>Marysville, OH 43041</b>
	<b>Residence</b>	<b>147 E. Deschler</b>	<b>Columbus, OH 43206</b>
<b>John S. Chamberlin</b>	<b>Business</b>		
	<b>Residence</b>	<b>182 Fairway Drive</b>	<b>Princeton, NJ 08540</b>
<b>Joseph P. Flannery</b>	<b>Business</b>	<b>Uniroyal Holding, Inc. 70 Great Hill Road</b>	<b>Naugatuck, CT 06770</b>
	<b>Residence</b>	<b>435 Squire Hill Road</b>	<b>Cheshire, CT 06410</b>
<b>Horace Hagedorn</b>	<b>Business</b>	<b>Scotts' Miracle-Gro Products, Inc. 800 Port Washington Blvd.</b>	<b>Port Washington, NY 11050</b>
	<b>Residence</b>	<b>Old House Lane</b>	<b>Sands Point, NY 11050</b>
<b>James Hagedorn</b>	<b>Business</b>	<b>14111 Scottslawn Road</b>	<b>Marysville, OH 43041</b>
	<b>Residence</b>	<b>5400 Asherbrand Village, Apt. B</b>	<b>Dublin, OH 43017</b>
<b>John Kenlon</b>	<b>Business</b>	<b>Scotts' Miracle-Gro Products, Inc. 800 Port Washington Blvd.</b>	<b>Port Washington, NY 11050</b>
	<b>Residence</b>	<b>21 Rocky Wood Road</b>	<b>Manhasset, NY 11030</b>
<b>Karen Gordon Mills</b>	<b>Business</b>	<b>MMP Group, Inc. 925 Park Avenue</b>	<b>New York, NY 10028</b>
	<b>Residence</b>	<b>925 Park Avenue</b>	<b>New York, NY 10028</b>
<b>Tadd C. Seitz</b>	<b>Business</b>		
	<b>Residence</b>	<b>7500 Bridal Spur Lane</b>	<b>Delaware, OH 43015</b>
<b>Donald A. Sherman</b>	<b>Business</b>	<b>Waterfield Mortgage 7500 West Jefferson</b>	<b>Fort Wayne, IN 46804</b>
	<b>Residence</b>	<b>4691 Coventry Parkway</b>	<b>Fort Wayne, IN 46804</b>
<b>John M. Sullivan</b>	<b>Business</b>		
	<b>Residence</b>	<b>131 Rocktown Lambertville Rd.</b>	<b>West Amwel, NJ 08530</b>
<b>L. Jack Van Fossen</b>	<b>Business</b>	<b>2525 Piller Lane</b>	<b>Columbus, OH 43231</b>
	<b>Residence</b>	<b>230 Pheasant Run</b>	<b>Powell, OH 43065</b>

**The Scotts Company  
(Ohio Corporation)  
Marysville, Ohio**

<u>Officers</u>			<u>Address</u>
<u>Chairman, President, Chief Executive Officer (8/7/96)</u> Charles M. Berger	Business	14111 Scottslawn Road	Marysville, OH 43041
	Residence	147 E. Deschler	Columbus, OH 43206
<u>Vice-Chairman of the Board (7/20/95)</u> Horace Hagedorn	Business	Scotts Miracle-Gro Products, Inc. 800 Port Washington Blvd.	Port Washington, NY 11050
	Residence	Old House Lane	Sands Point, NY 11050
<u>Executive Vice President, U.S. Business Group (10/1/96)</u> James Hagedorn	Business	14111 Scottslawn Road	Marysville, OH 43041
	Residence	5400 Asherbrand Village, Apt. B	Dublin, OH 43017
<u>Senior Vice President, Operations (7/20/95)</u> Ronald E. Justice	Business	14111 Scottslawn Road	Marysville, OH 43041
	Residence	5974 Heritage View Court	Hilliard, OH 43026
<u>Senior Vice President, Professional Business Group (3/8/94)</u> Michael P. Kelty	Business	14111 Scottslawn Road	Marysville, OH 43041
	Residence	7128 Coventry Woods Drive	Dublin, OH 43017
<u>President, Consumer Gardens Group</u> John Kenlon	Business	Scotts Miracle-Gro Products, Inc. 800 Port Washington Blvd.	Port Washington, NY 11050
	Residence	21 Rocky Wood Road	Manhasset, NY 11030
<u>Executive Vice President, Chief Financial Officer (1/6/97)</u> Jean H. Mordo	Business	14111 Scottslawn Road	Marysville, OH 43041
	Residence	752 City Park Avenue	Columbus, OH 43206
<u>Senior Vice President, Organics Business Group (12/18/96)</u> Joseph M. Petite	Business	14111 Scottslawn Road	Marysville, OH 43041
	Residence	6136 Grey Friar Way	Dublin, OH 43017

Senior Vice President  
Consumer Lawns Group  
(4/6/95)

James L. Rogula	Business Residence	14111 Scottslawn Road 10527 Cardigan Ridge Rd.	Marysville, OH 43041 Powell, OH 43065
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Secretary (12/11/96)  
Christiane W. Schmenk

	Business Residence	14111 Scottslawn Road 615 Timberview	Marysville, OH 43041 Marysville, OH 43040
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Vice President, Human  
Resources (12/11/96)  
Rosemary L. Smith

	Business Residence	14111 Scottslawn Road 23463 St. Rt. 245	Marysville, OH 43041 Milford Center, OH 43045
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Senior Vice President,  
International (12/11/96)  
L. Robert Stohler

	Business	Miracle Garden Care Limited Salisbury House, Weyside Park Catteshall Lane, Godalming	Surrey GU7 1XE THE NETHERLANDS
	Residence	723 Olde Mill Circle	Bloomington, IN 47401

Assistant Secretary (9/30/94)  
A. Sue Hughes

	Business Residence	14111 Scottslawn Road 19283 Northwest Parkway	Marysville, OH 43041 Marysville, OH 43040
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