

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

FILED
Mar 30 1998 8:00am
Secretary of State

| | | |
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| PROFIT CORPORATION ANNUAL REPORT 1998 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # F95000002322 (4)
1. Corporation Name
NABANCO GEORGIA, INC.

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| Principal Place of Business 5660 NEW NORTHSIDE DRIVE 1400 ATLANTA GA 30328 US | Mailing Address 5660 NEW NORTHSIDE DRIVE 1400 ATLANTA GA 30328 US |
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DO NOT WRITE IN THIS SPACE

| | | |
|---|--|---|
| 2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country | 2a. Mailing Address 25 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country | 3. Date Incorporated or Qualified 05/11/1995 4. FEI Number 58-2167936 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
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9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

REGISTERED AGENT
PREVIOUSLY CHANGED TO:

10. Name and Address of New Registered Agent

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|---|
| 81 Name Corporation Service Company 82 Street Address (P.O. Box Number is Not Acceptable) 1201 Hays Street 83 City Tallahassee 84 State FL 85 Zip Code 32301 |
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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

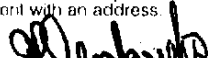
(NOTE: Registered Agent signature required when reinstating)

DATE

| | | | |
|--|--|--|--|
| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | DC AMMAN, ROBERT J 3 CORPORATE SQUARE, #700 ATLANTA GA 30329 <input type="checkbox"/> DELETE | 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition SEE ATTACHED LIST |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | CEO GARCIA, PAUL R 1401 NW 136TH AVE. SUNRISE FL 33323 <input type="checkbox"/> DELETE | 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | PCOO MCNAMARA, KEVIN M 1401 NW 136TH AVE. SUNRISE FL 33323 <input type="checkbox"/> DELETE | 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | V LAWSON, BARRY W 1401 NW 136TH AVE. SUNRISE FL 33323 <input type="checkbox"/> DELETE | 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | VT PITTARD, MARION T 3 CORPORATE SQUARE, #700 ATLANTA GA 30329 <input type="checkbox"/> DELETE | 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | VS HUTTO, RANDOLPH L 3 CORPORATE SQUARE, #700 ATLANTA GA 30329 <input type="checkbox"/> DELETE | 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |

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:



JERRY P. DEMBOWSKI 3/13/98 270-857-7249
Asst Secretary

CR2E034 (10/97)

01/20/98

Corporate Officers

WABANCO Georgia, Inc.

Directors

David P. Bailis
Charles T. Fote

Title

Director
Director

Officers

President
Executive Vice President
Secretary
Senior Vice President - Sales &
Marketing
Vice President
Vice President & Regional Sales
Manager
Assistant Secretary

Name

Paul R. Garcia
Barry W. Lawson
David P. Bailis
O.B. Rawls

William J. Miller
Gerald G. Ferlisi
Kathleen Houseman
Jerry P. Dembowski
Thomas A. Rossi
David L. Schlapbach
Patricia A. Winchell
Bernard Rothman
Gary L. Schmidt
Mark E. Young

Assistant Treasurer

Address(es) for Bernard Rothman

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

5660 New Northside Drive
Atlanta, GA 30328

Address(es) for Barry W. Lawson

Business Address

1401 Northwest 136th Avenue
Sunrise, FL 33323

Residence Address

19101 Mystic Pointe Drive, Apt 2904
Aventura, FL 33180

Address(es) for Charles T. Fote

Business Address

6200 South Quebec Street
Englewood, CO 80111

Residence Address

2 Falcon Hills Drive
Highlands Ranch, CO 80126

Address(es) for David L. Schlapbach

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

1403 Glenridge Stratford Drive
Atlanta, GA 30342

Address(es) for David P. Bailis

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

571 Gramercy Drive
Marietta, GA 30068

01/20/98

Corporate Officers

Address(es) for Gerald G. Ferlisi

Business Address

2030 Powers Ferry Rd
Bldg 300, Suite 325
Atlanta, GA 30339

Residence Address

9150 Twelvestone Road
Roswell, GA 30076

Address(es) for Gary L. Schmidt

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

8760 Glen Ferry Drive
Alpharetta, GA 30202

Address(es) for Jerry P. Dembowski

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

902 Fieldstone Way
Woodstock, GA 30189

Address(es) for Kathleen Houseman

Business Address

1555 Palm Beach Lakes Blvd, Suite 310
West Palm Beach, FL 33401

Residence Address

6228 Winding Lake Drive
Jupiter, FL 33458

Address(es) for Mark E. Young

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

120 Reston Court
Fayetteville, GA 30214

Address(es) for O.B. Rawls

Business Address

2030 Powers Ferry Rd
Bldg 300, Suite 325
Atlanta, GA 30339

Residence Address

1801 Foxhound Lane
Virginia Beach, VA 23454

Address(es) for Patricia A. Winchell

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

776 Old Paper Mill Drive
Marietta, GA 30067

Address(es) for Paul R. Garcia

Business Address

The 110 Tower
110 Southeast 6th Street, Suite 1940
Fort Lauderdale, FL 33301

Residence Address

10025 Vestal Place
Coral Springs, FL 33071

01/20/98

Corporate Officers

Address(es) for Thomas A. Rossi

Business Address

2121 N. 117th Avenue NP-30
Omaha, NE 68164

Residence Address

5204 Jones Street
Omaha, NE 68106

Address(es) for William J. Miller

Business Address

1401 Northwest 136th Avenue
Sunrise, FL 33323

Residence Address

4319 Northwest 71st Drive
Coral Springs, FL 33065