

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

FILED
May 13 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 # F95000004608 (4)

1. Corporation Name
THE TIMKEN COMPANY

Principal Place of Business
1835 DUEBER AVE., SW GNE-12
CANTON OH 44706-0928

Mailing Address
1835 DUEBER AVE., SW GNE-12
CANTON OH 44706-0928



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

09/21/1995

2. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
21	26	34-0577130	Not Applicable
Suite, Apt. #, etc.	Suite, Apt. #, etc.	5. Certificate of Status Desired	\$8.75 Additional Fee Required
22	27	<input type="checkbox"/>	
City & State	City & State	6. Election Campaign Financing	\$5.00 May Be Added to Fees
23	28	Trust Fund Contribution	<input type="checkbox"/>
Zip	Zip	Country	Country
24	25	29	30

9. Name and Address of Current Registered Agent

C T 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 signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE	1.1 TITLE
NAME	1.2 NAME
STREET ADDRESS	1.3 STREET ADDRESS
CITY-ST-ZIP	1.4 CITY-ST-ZIP
D MAHONEY, ROBERT W. 1835 DUEBER AVE., S.W. CANTON OH	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	2.1 TITLE
NAME	2.2 NAME
STREET ADDRESS	2.3 STREET ADDRESS
CITY-ST-ZIP	2.4 CITY-ST-ZIP
D GAULT, STANLEY C 1835 DUEBER AVE., SW CANTON OH 44706	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	3.1 TITLE
NAME	3.2 NAME
STREET ADDRESS	3.3 STREET ADDRESS
CITY-ST-ZIP	3.4 CITY-ST-ZIP
D LAFORCE, J. CLAYBURN JR. 1835 DUEBER AVE., SW CANTON OH 44706	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	4.1 TITLE
NAME	4.2 NAME
STREET ADDRESS	4.3 STREET ADDRESS
CITY-ST-ZIP	4.4 CITY-ST-ZIP
VP BROWN, LARRY R THE TIMKEN CO, 1835 DUEBER AVE SW CANTON OH 28	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	5.1 TITLE
NAME	5.2 NAME
STREET ADDRESS	5.3 STREET ADDRESS
CITY-ST-ZIP	5.4 CITY-ST-ZIP
VP ELSASSER, JON T THE TIMKEN CO, 1835 DUEBER AVE SW CANTON OH 28	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	6.1 TITLE
NAME	6.2 NAME
STREET ADDRESS	6.3 STREET ADDRESS
CITY-ST-ZIP	6.4 CITY-ST-ZIP
D TIMKEN, JOHN M JR. 1835 DUEBER AVE., SW CANTON OH 44706	<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:

DIRECTOR OF TAX

4/24/98 (330)471-3008

CR2E034 (10/97)

THE TIMKEN COMPANY

DIRECTORS

Robert Anderson (not seeking re-election April 21,1998)

Stanley C. Gault

J. Clayburn La Force, Jr.

Robert W. Mahoney -- Chairman - Audit Committee

Jay A. Precourt

John M. Timken, Jr.

Ward J. Timken

W. R. Timken, Jr.

Joseph F. Toot, Jr. -- Chairman - Executive Committee

Martin D. Walker

Charles H. West

Alton W. Whitehouse -- Chairman - Compensation Committee

OFFICERS

W. R. Timken, Jr.	-- Chairman, President and Chief Executive Officer
Robert L. Leibensperger	-- Executive Vice President, Chief Operating Officer, and President - Bearings
Bill J. Bowling	-- Executive Vice President, Chief Operating Officer, and President - Steel
Larry R. Brown	-- Senior Vice President and General Counsel
Jon T. Elsasser	-- Group Vice President - Bearings - Rail, Europe, Africa and West Asia
James W. Griffith	-- Group Vice President - Bearings - North American Automotive, Asia Pacific and Latin America
Karl P. Kimmerling	-- Group Vice President - Alloy Steel
Gene E. Little	-- Senior Vice President - Finance
Salvatore J. Miraglia, Jr.	-- Group Vice President - Bearings - North American Industrial and Super Precision
Stephen A. Perry	-- Senior Vice President - Human Resources, Purchasing and Communications
Hans J. Sack	-- Group Vice President - Specialty Steel and President - Latrobe Steel Company
John J. Schubach	-- Senior Vice President - Strategic Management and Continuous Improvement
Thomas W. Strouble	-- Senior Vice President - Technology
Ward J. Timken	-- Vice President & Officer

(Larry R. Brown - Statutory Agent)

(Larry R. Brown also elected Secretary)

(Gene E. Little also elected Treasurer)