
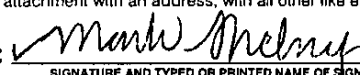


2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 21, 2005 8:00 am
Secretary of State

01-21-2005 90089 023 ***150.00

DOCUMENT # F97000004292 1. Entity Name W. R. GRACE & CO.					
Principal Place of Business 7500 GRACE DRIVE COLUMBIA, MD 21044 US			Mailing Address C/O MOLLIE K. SPRINKLE 7500 GRACE DRIVE COLUMBIA, MD 21044 US		
2. Principal Place of Business Suite, Apt. #, etc.			3. Mailing Address Suite, Apt. #, etc.		
City & State			City & State		
Zip		Country		Zip	
Country		Country		4. FEI Number 65-0773649	
5. Certificate of Status Desired <input type="checkbox"/>				Applied For Not Applicable	
6. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE, FL 32301-2525				7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City	
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.				FL Zip Code	
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00			9. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		
\$5.00 May Be Added to Fees					
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEO NORRIS, PAUL J 7500 GRACE DRIVE COLUMBIA, MD 21044	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SVPG SIEGEL, DAVID B 7500 GRACE DRIVE COLUMBIA, MD 21044	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BETTACCHI, ROBERT J 62 WHITTEMORE AVENUE CAMBRIDGE, MA 02140	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	SVP Bettacchi, Robert J. 62 Whittemore Avenue Cambridge, MA 02140
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFO TAROLA, ROBERT M 7500 GRACE DRIVE COLUMBIA, MD 21044	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S SHELNITZ, MARK A 7500 GRACE DRIVE COLUMBIA, MD 21044	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP CORCORAN, WILLIAM M 7500 GRACE DRIVE COLUMBIA, MD 21044	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: 			Mark A. Shelnitz		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Secretary		
			1// /05 410/531-4000		
			Date Daytime Phone #		

50005440



01112005 Chg-P CR2E034 (10/03)

ATTACHMENT

W. R. GRACE & CO.

Officers and Directors

50005440
F97000004292

Directors:

John F. Akers
H. Furlong Baldwin
Ronald C. Cambre
Marye Anne Fox
John J. Murphy
Paul J. Norris
Thomas A. Vanderslice

All: 7500 Grace Drive
Columbia, MD 21044

Officers:

President and
Chief Operating Officer

Alfred E. Festa
7500 Grace Drive
Columbia, MD 21044

Chairman and
Chief Executive Officer

Paul J. Norris
7500 Grace Drive
Columbia, MD 21044

Senior Vice President

Robert J. Bettacchi
62 Whittemore Avenue
Cambridge, MA 02140

Senior Vice President

W. Brian McGowan
7500 Grace Drive
Columbia, MD 21044

Senior Vice President, General Counsel
and Chief Restructuring Officer

David B. Siegel
7500 Grace Drive
Columbia, MD 21044

Senior Vice President and
Chief Financial Officer

Robert M. Tarola
7500 Grace Drive
Columbia, MD 21044

ATTACHMENT

50005440

Vice President

AF97000004292
William M. Corcoran
7500 Grace Drive
Columbia, MD 21044

Secretary

Mark A. Shelnitz
7500 Grace Drive
Columbia, MD 21044