

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

FILED
May 04 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 |
|--|---|---|

DOCUMENT # P00651 (0)

1. Corporation Name
STEARNS CATALYTIC CORPORATION



DO NOT WRITE IN THIS SPACE

| | |
|--|--|
| Principal Place of Business 30 SOUTH 17TH STREET P.O. BOX 8223 PHILADELPHIA PA 19101 | Mailing Address 30 SOUTH 17TH STREET P.O. BOX 8223 PHILADELPHIA PA 19101 |
|--|--|

| | |
|---|--|
| 2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country 25 | 2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country 30 |
|---|--|

| | | |
|---|---------------------------------------|-------------------------------|
| 3. Date incorporated or Qualified 01/19/1984 | 4. FEI Number 84-0880122 | Applied For Not Applicable |
| 5. Certificate of Status Desired <input type="checkbox"/> | \$8.75 Additional Fee Required | |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | \$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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM INC.
 1201 HAYS STREET
 SUITE 105
 TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

| | |
|---|-------------|
| 81 Name | 85 Zip Code |
| 82 Street Address (P.O. Box Number is Not Acceptable) | FL |
| 83 | |
| 84 City | |

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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstalling)

12. OFFICERS AND DIRECTORS

| | | |
|----------------|---------------------------------|---------------------------------|
| TITLE | PD | <input type="checkbox"/> DELETE |
| NAME | MILLER, CHARLES O. | |
| STREET ADDRESS | 32 PARKMAN WAY | |
| CITY-ST-ZIP | NEEDHAM MA | |
| TITLE | VD | <input type="checkbox"/> DELETE |
| NAME | BICKEL, JEROME E. | |
| STREET ADDRESS | 319 ST. DAVID DRIVE | |
| CITY-ST-ZIP | MT. LAUREL NJ | |
| TITLE | SD | <input type="checkbox"/> DELETE |
| NAME | HIGGINS, JR. JAMES C. | |
| STREET ADDRESS | 501 CHESTNUT LANE | |
| CITY-ST-ZIP | WAYNE PA | |
| TITLE | V | <input type="checkbox"/> DELETE |
| NAME | MONTGOMERY, TIMOTHY L. | |
| STREET ADDRESS | 24 SHERMANS BRIDGE RD | |
| CITY-ST-ZIP | WAYLAND MA | |
| TITLE | V | <input type="checkbox"/> DELETE |
| NAME | SIMMERS, ROBERT A. | |
| STREET ADDRESS | 3 LITTLE JOHN DR-R.D. #5 | |
| CITY-ST-ZIP | MEDFORD, NJ. | |
| TITLE | AT | <input type="checkbox"/> DELETE |
| NAME | ZINO, CHRISTOPHER F. | |
| STREET ADDRESS | 179 FLETCHER DR | |
| CITY-ST-ZIP | MORRISVILLE PA | |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

| | |
|--------------------|--|
| 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 1.2 NAME | |
| 1.3 STREET ADDRESS | |
| 1.4 CITY-ST-ZIP | |
| 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 2.2 NAME | |
| 2.3 STREET ADDRESS | |
| 2.4 CITY-ST-ZIP | |
| 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME | |
| 3.3 STREET ADDRESS | |
| 3.4 CITY-ST-ZIP | |
| 4.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| 4.2 NAME | |
| 4.3 STREET ADDRESS | 24 FIELDSTONE LANE |
| 4.4 CITY-ST-ZIP | NATICK MA |
| 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.2 NAME | |
| 5.3 STREET ADDRESS | |
| 5.4 CITY-ST-ZIP | |
| 6.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| 6.2 NAME | ZINO, CHRISTOPHER F. |
| 6.3 STREET ADDRESS | |
| 6.4 CITY-ST-ZIP | |

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 _____

CR2E034 (10/97)

STEARNS CATALYTIC CORPORATION

OFFICERS

| <u>TITLE</u> | <u>NAME</u> | <u>BUSINESS ADDRESS</u> | <u>HOME ADDRESS</u> | <u>S.S. NO.</u> |
|---|-----------------------|--|---|-----------------|
| Chairman of the Board/ President | Charles Q. Miller | 125 Spring Street, Lexington, MA | 32 Parkman Way, Needham, MA 02192 | 219-44-7217 |
| Vice President - Finance, Treasurer/Controller | Jerome E. Bickel | 30 South 17th Street, Philadelphia, PA | 319 St. David Drive, Mt. Laurel, NJ 08054 | 180-32-3477 |
| Vice President, Secretary, and General Counsel | James C. Higgins, Jr. | 30 South 17th Street, Philadelphia, PA | 501 Chestnut Lane, Wayne, PA 19087 | 190-32-7162 |
| Vice President/Specialty Process Plants | Robert A. Simmers | 30 South 17th Street, Philadelphia, PA | 3 Little John Dr., R.D. #5, Medford, NJ 08055 | 042-38-3702 |
| Vice President - Contracts | Timothy L. Montgomery | 125 Spring Street, Lexington, MA | 24 Fieldstone Lane, Natick, MA 01760 | 021-48-4017 |
| Assistant Controller | Richard L. Shope | 30 South 17th Street, Philadelphia, PA | 2925 Greenbriar Lane, Allentown, PA 18103 | 188-32-7058 |
| Assistant Secretary | Karen L. Degler | 30 South 17th Street, Philadelphia, PA | 221 Devereaux Ave., Philadelphia, PA 19111 | 174-52-2776 |
| Assistant Treasurer | Christopher F. Zino | 30 South 17th Street, Philadelphia, PA | 179 Fletcher Drive, Morrisville, PA 19067 | 098-50-3041 |

DIRECTORS

| | | |
|-----------------------|--|---|
| Jerome E. Bickel | 30 South 17th Street, Philadelphia, PA | 319 St. David Drive, Mt. Laurel, NJ 08054 |
| James C. Higgins, Jr. | 30 South 17th Street, Philadelphia, PA | 501 Chestnut Lane, Wayne, PA 19087 |
| Charles Q. Miller | 125 Spring Street, Lexington, MA | 32 Parkman Way, Needham, MA 02192 |