


2006 FOR PROFIT CORPORATION
ANNUAL REPORT

FILED
Apr 28, 2006 8:00 am
Secretary of State

04-28-2006 90175 032 ***150.00

| | |
|----------------------------------------------------------|-----------------------------------------------------------------------------------|
| DOCUMENT # P07211 1. Entity Name BARNES GROUP INC. |  |
|----------------------------------------------------------|-----------------------------------------------------------------------------------|

| | |
|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| Principal Place of Business EXECUTIVE OFFICE 123 MAIN STREET BRISTOL, CT 06011-0489 US | Mailing Address EXECUTIVE OFFICE 123 MAIN STREET BRISTOL, CT 06011-0489 US |
|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|

DO NOT WRITE IN THIS SPACE

40069543



04192006 No Chg-P CR2E034 (11/05)

| | |
|-----------------------------------------------------------|---------------------------------------|
| 4. FEI Number 06-0247840 | Applied For Not Applicable |
| 5. Certificate of Status Desired <input type="checkbox"/> | \$8.75 Additional Fee Required |

| |
|------------------------------------------------------------------------------------------------------------------------------------|
| 6. Name and Address of Current Registered Agent NRAI SERVICES, INC. 2731 EXECUTIVE PARK DRIVE SUITE 4 WESTON, FL 33331 |
|------------------------------------------------------------------------------------------------------------------------------------|

DO NOT WRITE IN THIS SPACE

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.

SIGNATURE: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

FILE NOW!!! FEE IS \$150.00
After May 1, 2006 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 | |
|------------------------------------------------|-----------------------------------------------------------------|
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | VP DEFORTE, JOSPEH D 123 MAIN STREET BRISTOL, CT 06010 |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | SVFC DENNINGER, WILLIAM C 123 MAIN ST BRISTOL, CT |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | SVHR ARRINGTON, JOHN R 123 MAIN STREET BRISTOL, CT |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | PCEO CARPENTER, EDMUND M 123 MAIN STREET BRISTOL, CT |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | VP BOYLE, FRANK C 123 MAIN STREET BRISTOL, CT |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | SVGS GATES, SIGNE S 123 MAIN STREET BRISTOL, CT 06010 |

DO NOT WRITE IN THIS SPACE

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, 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: Joseph D. DeForte Joseph D. DeForte
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Vice President, Tax 4/24/06 860-583-7070
Date Daytime Phone #

ATTACHMENT

Barnes Group Inc. Listing of Officers 2006

40069543
P07211

| <u>Name</u> | <u>Title</u> | <u>Business Address</u> | <u>Residence Address</u> |
|----------------------|----------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------|
| Edmund M. Carpenter | President & CEO | 123 Main Street Bristol, CT 06010 | 14 Pecksland Road Greenwich, CT 06831 |
| John R. Arrington | Sr. VP – Human Resources | 123 Main Street Bristol, CT 06010 | 4 Thatcher Terrace Farmington, CT 06032 |
| Signe S. Gates | Sr. VP General Council & Secretary | 123 Main Street Bristol, CT 06010 | 47 Mollbrook Drive Wilton, CT 06897 |
| Francis C. Boyle | VP – Controller | 123 Main Street Bristol, CT 06010 | 82 Teeter Rock Road Trumbull, CT 06611 |
| Greg Milzcik | Executive VP, Chief Operating Officer BGI & President Associated Spring | 123 Main Street Bristol, CT 06010 | 260 Deercliff Road Avon, CT 06001 |
| Joseph D. DeForte | Vice President – Taxes | 123 Main Street Bristol, CT 06010 | 110 Grandview Drive Glastonbury, CT 06033 |
| Phillip A. Goodrich | Vice President – Corporate Development | 123 Main Street Bristol, CT 06010 | 518 Northfield Road Devon, PA 19333 |
| William C. Denninger | Sr. Vice President, Finance and CFO | 123 Main Street Bristol, CT 06010 | 231 Roxbury Road Stamford, CT 06902 |
| Thomas P. Fodell | VP BGI & VP, Sales & Mktg., A.S. | 123 Main Street Bristol, CT 06010 | 1951 Independence Court Rochester Hills, MI 48306 |
| Idelle Wolf | President, Barnes Distribution | 6140 Parkland Boulevard Mayfields Heights, OH 44124-4103 | |
| Lawrence W. O'Brien | Vice President – Treasury | 123 Main Street Bristol, CT 06010 | 95 Graenest Ridge Road Wilton, CT 06897 |
| Patrick Dempsey | VP BGI & President Barnes Aerospace | 123 Main Street Bristol, CT 06010 | 127 Gorski Drive South Windsor, CT 06074 |

ATTACHMENT
Barnes Group Inc.
Listing of Directors
2006

400 69543

P07211

| <u>Name</u> | <u>Title</u> | <u>Business Address</u> | <u>Residence Address</u> |
|-------------------------|--------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------|
| Thomas O. Barnes | Director | 123 Main Street Bristol, CT 06010 | 1900 Perkins Street Bristol, CT 06010 |
| Edmund M. Carpenter | Director | 123 Main Street Bristol, CT 06010 | 14 Pecksland Road Greenwich, CT 06831 |
| Gary G. Benanav | Director | NY Life International Inc. 51 Madison Avenue Room1511, New York, NY 10010 | 333 East 57 th Street, Apt. 15A New York City, NY 10022 |
| William S. Bristow, Jr. | Director | W.S. Bristow & Associates, Inc. 105 Woods Run Rollinsford, NH 03869 | 70 Millpond Road P.O. Box 2017 New Castle, NH 03854 |
| George T. Carpenter | Director | S. Carpenter Construction Co. 67 Race Street Bristol, CT 06010 | 163 Maureen Drive Bristol, CT 06010 |
| Frank E. Grzelecki | Director | | 38 Gerrish Lane New Canaan, CT 06840 |
| John W. Alden | Director | | 8400 Lazy Oaks Court Dunwoody, GA 30050 |
| G. Jackson Ratcliffe | Director | Hubell Incorporated 584 Derby Milford Road Orange, CT 06477 | 278 Sherwood Drive Southport, CT 06490 |
| Donald W. Griffin | Director | Olin Corporation 501 Merritt 7 Norwalk, CT 06856 | 92 Old Boston Post Road Wilton, CT 06897 |
| Myldred H. Mangum | Director | True Marketing Services 4989 Peachtree Parkway Suite 200 Norcross, GA 30092 | 416 North Jefferson Avenue Eatonton, GA 31024 |
| William C. Denninger | Director | 123 Main Street Bristol, CT 06010 | 231 Roxbury Road Stamford, CT 06902 |
| Greg Milzcik | Director | 123 Main Street Bristol, CT 06010 | 5 Spring Lane Farmington, CT 06032 |