

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

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May 02 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P13936 1. Corporation Name METTLER-TOLEDO, INC.	(0)
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Principal Place of Business 350 WEST WILSON BRIDGE RD. WORTHINGTON OH 43085-2217	Mailing Address 350 WEST WILSON BRIDGE RD. WORTHINGTON OH 43085-2217
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	3. Date Incorporated or Qualified 04/07/1987 3a. Date of Last Report 04/23/1996 4. FEI Number 34-1538688 5. Certificate of Status Desired 6. Election Campaign Financing Trust Fund Contribution 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	Applied For Not Applicable \$8.75 Additional Fee Required \$5.00 May Be Added to Fees Yes No
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9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. 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
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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 resigning) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CS	1.1 TITLE	ASSISTANT SECRETARY
NAME	HOLLANDER, ROY F.	1.2 NAME	
STREET ADDRESS	350 W WILSON BRIDGE ROAD	1.3 STREET ADDRESS	
CITY-ST-ZIP	WORTHINGTON OH	1.4 CITY-ST-ZIP	
TITLE	VPC	2.1 TITLE	ASSISTANT CONTROLLER
NAME	JAMES M. KIRN	2.2 NAME	
STREET ADDRESS	350 W WILSON BRIDGE ROAD	2.3 STREET ADDRESS	
CITY-ST-ZIP	WORTHINGTON OH	2.4 CITY-ST-ZIP	
TITLE	VP	3.1 TITLE	V.P.
NAME	PETERS, KENNETH A.	3.2 NAME	FRIEDRICH ORT
STREET ADDRESS	350 W WILSON BRIDGE ROAD	3.3 STREET ADDRESS	IM LANGACHER CH 8606
CITY-ST-ZIP	WORTHINGTON OH	3.4 CITY-ST-ZIP	GRIEFENSEN SWITZERLAND
TITLE	D	4.1 TITLE	
NAME	SPOERRY, ROBERT F	4.2 NAME	
STREET ADDRESS	CH-8606 GRIEFENSEE	4.3 STREET ADDRESS	
CITY-ST-ZIP	SWITZERLAND	4.4 CITY-ST-ZIP	
TITLE	DP	5.1 TITLE	
NAME	ROBECEK, JOHN D.	5.2 NAME	
STREET ADDRESS	350 W WILSON BRIDGE RD	5.3 STREET ADDRESS	
CITY-ST-ZIP	WORTHINGTON OH	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	DIRECTOR
NAME		6.2 NAME	THOMAS P. SAJICE
STREET ADDRESS		6.3 STREET ADDRESS	65 E. 55TH STREET
CITY-ST-ZIP		6.4 CITY-ST-ZIP	NEW YORK, N.Y. 10022

14. I do 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 \_\_\_\_\_  
4/23/97  
1154391177

CR2E034 (9/96)

**Directors**

<b>Robert F. Spoerry</b>	<b>Im Langacher CH-8606, Griefensee Switzerland</b>
<b>Thomas P. Salice</b>	<b>65 East 55th Street New York, NY 10022</b>
<b>Alan W. Wilkinson</b>	<b>65 East 55th Street New York, NY 10022</b>

**Officers**

<b>Robert F. Spoerry</b>	<b>Chairman of the Board, President and Chief Executive Officer</b>	<b>Im Langacher CH-8606, Griefensee Switzerland</b>
<b>Friedrich Ort</b>	<b>Head, Finance and Control, Vice President and Chief Financial Officer</b>	<b>Im Langacher CH-8606, Griefensee Switzerland</b>
<b>Karl M. Lang</b>	<b>Head, Laboratory Division and Vice President</b>	<b>Im Langacher CH-8606, Griefensee Switzerland</b>
<b>Lukas Braunschweiler</b>	<b>Head, Industrial and Retail Europe Division and Vice President</b>	<b>Im Langacher CH-8606, Griefensee Switzerland</b>
<b>John D. Robechek</b>	<b>Head, Industrial and Retail Americas Division and Vice President</b>	<b>350 W. Wilson Bridge Rd. Worthington, Ohio 43085</b>
<b>Peter W. Burkner</b>	<b>Head, Human Resources and Vice President</b>	<b>Im Langacher CH-8606, Griefensee</b>
<b>Thomas Rubbe</b>	<b>Head, Logistics and Information Systems and Vice President</b>	<b>Im Langacher CH-8606, Griefensee Switzerland</b>
<b>Thomas Kahr</b>	<b>General Secretary and Corporate Communication Secretary</b>	<b>Im Langacher CH-8606, Griefensee Switzerland</b>

<b>James M. Kirn</b>	<b>Head, Finance and Control, Industrial and Retail Americas Division and Assistant Controller</b>	<b>350 West Wilson Bridge Rd. Worthington, Ohio 43085</b>
<b>Roy Hollander</b>	<b>Legal Counsel, Industrial and Retail Americas Division and Assistant Secretary</b>	<b>350 West Wilson Bridge Rd. Worthington, Ohio 43085</b>
<b>Ray Gollhugh</b>	<b>Treasurer, Industrial and Retail Americas Division and Assistant Treasurer</b>	<b>350 West Wilson Bridge Rd. Worthington, Ohio 43085</b>
<b>Timothy J. Marker</b>	<b>Head, Human Resources, Industrial and Retail Americas Division and Assistant Secretary</b>	<b>350 West Wilson Bridge Rd. Worthington, Ohio 43085</b>
<b>Thomas P. Salice</b>	<b>Vice President, Assistant Secretary and Assistant Treasurer</b>	<b>65 East 55Th Street New York, New York 10022</b>
<b>Alan W. Wilkinson</b>	<b>Vice President, Assistant Secretary and Assistant Treasurer</b>	<b>65 East 55Th Street New York, New York 10022</b>
<b>John M. Goldsmith</b>	<b>Vice President, Assistant Secretary and Assistant Treasurer</b>	<b>65 East 55Th Street New York, New York 10022</b>
<b>Christine J. Smith</b>	<b>Vice President, Secretary and Assistant Treasurer</b>	<b>65 East 55Th Street New York, New York 10022</b>