

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

FILED  
May 14 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P14425** (3)  
1. Corporation Name  
**SAFELITE GLASS CORP.**

Principal Place of Business <b>1105 SCHROCK RD. 7TH FLOOR COLUMBUS OH 43229 US</b>	Mailing Address <b>P.O. BOX 2000 ATTN: TAX DEPT. COLUMBUS OH 43216-2000 US</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>05/12/1987</b>	
21		26		4. FEI Number <b>13-3386709</b>	Applied For <input type="checkbox"/> Not Applicable
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
22		27		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>	
City & State		City & State		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
23		28			
Zip	Country	Zip	Country		
24	25	29	30		

9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324</b>				10. Name and Address of New Registered Agent	
				81	Name
				82	Street Address (P.O. Box Number is Not Acceptable)
				83	
				84	City
				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 reinstalling)

DATE

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	CEO	<input type="checkbox"/> DELETE		1.1 TITLE	(PLEASE SEE ATTACHED		
NAME	STAGLIN, GAREN K.			1.2 NAME	LISTS FOR ADDITIONAL OFFICERS		
STREET ADDRESS	1105 SCHROCK ROAD			1.3 STREET ADDRESS	AND DIRECTORS)		
CITY-ST-ZIP	COLUMBUS OH			1.4 CITY-ST-ZIP			
TITLE	SVP	<input type="checkbox"/> DELETE		2.1 TITLE	JOHN F. BARLOW, CEO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	FEENEY, THOMAS M.			2.2 NAME	1105 SCHROCK RD.		
STREET ADDRESS	1105 SCHROCK ROAD			2.3 STREET ADDRESS	COLUMBUS OH		
CITY-ST-ZIP	COLUMBUS OH			2.4 CITY-ST-ZIP			
TITLE	SVP	<input type="checkbox"/> DELETE		3.1 TITLE	C STAGLIN GAREN K. <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	AVERS, ROBERT L.			3.2 NAME	1105 SHROCK ROAD		
STREET ADDRESS	1105 SCHROCK ROAD			3.3 STREET ADDRESS	COLUMBUS OH 43229		
CITY-ST-ZIP	COLUMBUS OH			3.4 CITY-ST-ZIP			
TITLE	PCO	<input type="checkbox"/> DELETE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	BARLOW, JOHN F.			4.2 NAME			
STREET ADDRESS	1105 SCHROCK ROAD			4.3 STREET ADDRESS			
CITY-ST-ZIP	COLUMBUS OH			4.4 CITY-ST-ZIP			
TITLE	VPT	<input type="checkbox"/> DELETE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	RAPP, WILLIAM J			5.2 NAME			
STREET ADDRESS	1105 SCHROCK ROAD			5.3 STREET ADDRESS			
CITY-ST-ZIP	COLUMBUS OH 43229			5.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME				6.2 NAME			
STREET ADDRESS				6.3 STREET ADDRESS			
CITY-ST-ZIP				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: *William J. Rapp*

WILLIAM J. RAPP, VP TREASURY & TAXATION

(614) 843-3000

CR2E034 (1097)

**SAFELITE GLASS CORP.****P.O. BOX 2000****COLUMBUS, OH 43216-2000****OFFICERS LIST**

<b>NAME</b>	<b>OFFICE</b>	<b>BUSINESS ADDRESS</b>
ROBERT L. AVERS	SENIOR VICE PRESIDENT WHOLESALE SALES	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
JOHN F. BARLOW	PRESIDENT and CHIEF EXECUTIVE OFFICER	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
THOMAS M. FEENEY	SENIOR VICE PRESIDENT CLIENT SALES AND SUPPORT	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
DONALD P. GILES	VICE PRESIDENT NETWORK OPERATIONS	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
NICHOLAS A. GREVILLE	VICE PRESIDENT RETAIL OPERATIONS	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
DOUGLAS A. HERRON	SENIOR VICE PRESIDENT, TREASURER, and CHIEF FINANCIAL OFFICER	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
STANLEY J. HOFFMAN	VICE PRESIDENT CREDIT SERVICES	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
DOUGLAS R. MAEHL	SENIOR VICE PRESIDENT MANUFACTURING, DISTRIBUTION, & PURCHASING	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
THOMAS O'BRIEN	VICE PRESIDENT RETAIL OPERATIONS	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
JAMES R. RANDOLPH	VICE PRESIDENT STORE DEVELOPMENT & REAL ESTATE	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
WILLIAM J. RAPP	VICE PRESIDENT TREASURY & TAXATION and ASSISTANT TREASURER	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
RICHARD J. SCHEER	VICE PRESIDENT and RETAIL CONTROLLER	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
GAREN K. STAGLIN	CHAIRMAN OF THE BOARD	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
POE A. TIMMONS	VICE PRESIDENT FINANCE and CORPORATE CONTROLLER	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
JACK L. WARREN	VICE PRESIDENT HUMAN RESOURCES	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
JAMES K. WEST	SENIOR VICE PRESIDENT INFORMATION SYSTEMS	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
ELIZABETH A. WOLSZON	SENIOR VICE PRESIDENT MARKETING AND STRATEGIC PLANNING	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
DAVID W. WOOD	VICE PRESIDENT, GENERAL COUNSEL, and SECRETARY	1105 SCHROCK ROAD COLUMBUS, OHIO 43229

**SAFELITE GLASS CORP.  
PO BOX 2000  
COLUMBUS, OH 43216-2000  
DIRECTORS LIST**

NAME	BUSINESS ADDRESS
JOHN F. BARLOW	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
GAREN K. STAGLIN	1105 SCHROCK ROAD COLUMBUS, OHIO 43229
ANTHONY J. DINOVI	THOMAS H. LEE COMPANY 75 STATE STREET, SUITE 2600 BOSTON, MA 02109
SETH W. LAWRY	THOMAS H. LEE COMPANY 75 STATE STREET, SUITE 2600 BOSTON, MA 02109
SCOTT SPERLING	THOMAS H. LEE COMPANY 75 STATE STREET, SUITE 2600 BOSTON, MA 02109
SELWYN HERSON	THE WINDSOR PARK GROUP 21031 VENTURA BLVD., SUITE 420 WOODLAND HILLS, CA 91364
ADRIAN JONES	BELRON INTERNATIONAL LIMITED OLD KING'S OBSERVATORY OLD DEER PARK RICHMOND, SURREY, ENGLAND TW9 2AZ
JOHN MASON	BELRON INTERNATIONAL LIMITED OLD KING'S OBSERVATORY OLD DEER PARK RICHMOND, SURREY, ENGLAND TW9 2AZ
M. LOUIS SHAKINOVSKY	BELRON INTERNATIONAL LIMITED OLD KING'S OBSERVATORY OLD DEER PARK RICHMOND, SURREY, ENGLAND TW9 2AZ
RONNIE LUBNER	PLATE GLASS & SHATTERPRUFE INDUSTRIES LIMITED P.O. BOX 62561 SAXONWORLD, 2132 JOHANNESBURG, SOUTH AFRICA