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Feb 05 1998 8:00am
Secretary of State

PROFIT CORPORATION
 ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P14946 (8)
 1. Corporation Name
BENCKISER CONSUMER PRODUCTS INC.



Principal Place of Business: **GREENWICH AMERICAN CENTRE
 FIVE AMERICAN LANE. P.O. BOX 2513
 GREENWICH CT 06831-2513**

Mailing Address: **GREENWICH AMERICAN CENTRE
 FIVE AMERICAN LANE. P.O. BOX 2513
 GREENWICH CT 06831-2513**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 06/23/1987	
21		26		4. FEI Number 41-1585661	Applied For <input type="checkbox"/> Not Applicable <input type="checkbox"/>
22. Suite, Apt. #, etc.		27. Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23. City & State		28. City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24. Zip	25. Country	29. Zip	30. Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

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

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 reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P <input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MEYER, DOUGLAS L	1.2 NAME	
STREET ADDRESS	55 FEDERAL ROAD	1.3 STREET ADDRESS	<i>Please See</i>
CITY-ST-ZIP	DANBURY CT	1.4 CITY-ST-ZIP	
TITLE	T <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CARR, JEFF	2.2 NAME	<i>ATTACHED</i>
STREET ADDRESS	55 FEDERAL ROAD	2.3 STREET ADDRESS	
CITY-ST-ZIP	DANBURY CT 06813	2.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARBARA TAYLOR	3.2 NAME	<i>L2ST</i>
STREET ADDRESS	55 FEDERAL ROAD	3.3 STREET ADDRESS	
CITY-ST-ZIP	DANBURY CT	3.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WOODS, LAWRENCE M	4.2 NAME	
STREET ADDRESS	55 FEDERAL ROAD	4.3 STREET ADDRESS	
CITY-ST-ZIP	DANBURY CT	4.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	5.1 TITLE	
NAME	HAWWER, KEN	5.2 NAME	
STREET ADDRESS	55 FEDERAL ROAD	5.3 STREET ADDRESS	
CITY-ST-ZIP	DANBURY CT	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	
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: _____ SIGNATURE REQUIRED

CR2E034 (10/97)

Benckiser Consumer Products, Inc.

FEIN: 41-1585661

Officers

Douglas L. Meyer President
5 American Lane
Greenwich, CT 06831

Barbara M. Taylor Vice President,
5 American Lane Human Resources,
Greenwich, CT 06831 Secretary

Ken Hawver Vice President,
5 American Lane Operations
Greenwich, CT 06831

Lawrence M. Woods Vice President,
5 American Lane Sales
Greenwich, CT 06831

Jeff Carr Vice President,
5 American Lane Finance,
Greenwich, CT 06831 Treasurer

Directors

Bart Becht
Joh. A. Benckiser GmbH
Ludwig-Betram-Strasse 8 & 10
Postfach 210167
D6700 Ludwigshafen
Germany

Feter Harf
Joh. A. Benckiser GmbH
Ludwig-Betram-Strasse 8 & 10
Postfach 210167
D6700 Ludwigshafen
Germany

Manfred Klein
Joh. A. Benckiser GmbH
Ludwig-Betram-Strasse 8 & 10
Postfach 210167
D6700 Ludwigshafen
Germany