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May 12 1997 8:00am  
Secretary of State

PROFIT  
CORPORATION  
ANNUAL REPORT  
1997



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

DOCUMENT # P16610 (8)

1. Corporation Name  
SUNTORY WATER GROUP, INC.

Principal Place of Business  
280 INTERSTATE NORTH PARKWAY  
SUITE 200  
ATLANTA GA 30339

Mailing Address  
280 INTERSTATE NORTH PARKWAY  
SUITE 200  
ATLANTA GA 30339-2411



3. Date Incorporated or Qualified 10/30/1987  
3a. Date of Last Report 04/19/1996

2. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
21 2141 Powers Ferry Rd.	26 2141 Powers Ferry Rd.	31-1156888	Not Applicable
Suite, Apt. #, etc.	Suite, Apt. #, etc.		
22 City & State	27 City & State	5. Certificate of Status Desired	\$8.75 Additional Fee Required
23 Marietta, GA 30067	28 Marietta, GA 30067	<input type="checkbox"/>	
Zip	Zip	6. Election Campaign Financing	\$5.00 May Be Added to Fees
24 30067	29 30067	Trust Fund Contribution	<input type="checkbox"/>
Country	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
25 USA	30 USA		

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

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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD STEVENS, JAMES M	1.1 TITLE	President/Director
NAME	280 INTERSTATE NO, STE 200	1.2 NAME	Harry Hergh
STREET ADDRESS	ATLANTA GA	1.3 STREET ADDRESS	2141 Powers Ferry Rd.
CITY- ST- ZIP	VTS	1.4 CITY- ST- ZIP	Marietta, GA 30067
TITLE	O'SHEA, DONALD C	2.1 TITLE	Vice President
NAME	280 INTERSTATE NO, STE 200	2.2 NAME	Donald C. O'Shea
STREET ADDRESS	ATLANTA GA	2.3 STREET ADDRESS	2141 Powers Ferry Rd.
CITY- ST- ZIP	D	2.4 CITY- ST- ZIP	Marietta, GA 30067
TITLE	KOIKE, EJI	3.1 TITLE	Secretary/Treasurer/Director
NAME	MORI BLVD. NO 31, S-7-2, KOJI-MACHI	3.2 NAME	Yasuhiro Fukuyama
STREET ADDRESS	TOKYO 10	3.3 STREET ADDRESS	1211 Avenue of the Americas
CITY- ST- ZIP	D	3.4 CITY- ST- ZIP	New York, NY 10036
TITLE	TAMARI, TOSHIHIKO	4.1 TITLE	
NAME	1211 AVENUE OF THE AMERICAS, 31ST FLOOR	4.2 NAME	
STREET ADDRESS	NEW YORK NY	4.3 STREET ADDRESS	
CITY- ST- ZIP	D	4.4 CITY- ST- ZIP	
TITLE	YASUHIRA FUKUYAMA	5.1 TITLE	Director
NAME	1211 AVENUE OF THE AMERICAS, 31ST FLOOR	5.2 NAME	Eiji Koike
STREET ADDRESS	NEW YORK NY	5.3 STREET ADDRESS	Mori Bld. No. 31, 5-7-2 Koji-Machi
CITY- ST- ZIP		5.4 CITY- ST- ZIP	Tokyo, 102 Japan
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY- ST- ZIP		6.4 CITY- ST- ZIP	

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: *Donald C. O'Shea*  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/29/97  
Date

770-933-1438  
Daytime Phone #

0012306

CR2E034 (9/96)