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

.PROFIT CORPORATION **ANNUAL REPORT**

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT #

STREET ADDRESS

P20256

HARBISON-WALKER REFRACTORIES COMPANY

Principal Place of Business Mailing Address **600 GRANT STREET 600 GRANT STREET** % TAX DEPT % TAX DEPT PITTSBURGH PA 15219 PITTSBURGH PA 15219 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 07/28/1988 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 26 75-1384259 Not Applicable Suite, Apt. #, etc Suite, Apt #, etc \$8.75 Additional 5. Certificate of Status Desired 22 Fee Required 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 \Box 28 Trust Fund Contribution Added to Fees Zip Country $Z_{\rm ID}$ Country 8. This corporation owes or has paid the current year Intangible 24 29 30 Personal Property Tax due Jurie 30. Yes 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 THE PRENTICE-HALL CORPORATION SYSTEM INC. Name 1201 HAYS STREET 82 Street Address (P.O. Box Number is Not Acceptable) SUITE 105 R3 TALLAHASSEE FL 32301 City 85 Zip Code 11. Pursuant to the provisions of Sections 607.05.02 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 (their applicable (NOTE: Registered Agent signature required when reinstating) 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE DELETE 1.1 DILE Change Addition JACKSON, J L NAME 12 NAME 2121 SAN JACINTO, SUITE 2500 STREET ADDRESS 1.3 STREET ADDRESS DALLAS TX CITY - ST - ZIP 1.4 CITY - ST - ZIP TITLE DELETE Change 2.1 TITLE Addition ROSS, STEPHEN S NAME 2.2 NAME **600 GRANT STREET** STREET ADDRESS 2.3 STREET ADDRESS PITTSBURGH PA CITY-ST-ZIP 2. 4 CITY - ST - ZIP DELETE TITLE 3.1 TITLE Change Addition GARRISON, GARY G NAME 3.2 NAME 2121 SAN JACINTO, SUITE 2500 STREET ADDRESS 3.3 STREET ADDRESS DALLAS TX CITY-ST-ZIP 3.4. CITY - ST - ZIP TITLE EVP DELETE 4.1 TITLE Change Addition NAME MIELKE, DONALD C 4. 2 NAME 2121 SAN JACINTO, SUITE 2500 STREET ADDRESS 4.3 STREET ADDRESS **DALLAS TX** CITY-ST-ZIP 4.4 CITY-ST-ZIP TITLE DELETE 5.1 TITLE Addition Change BARNETT, STEPHEN G NAME 5.2 NAME 2121 SAN JACINTO, SUITE 2500 STREET ADDRESS 5 3 STREET ADDRESS **DALLAS TX** CITY-ST-ZIP 5.4 CITY - ST - ZIP TITLE DELETE 61 TITLE Addition NAME

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 offect as if made under oath; that I am an officer or director of the corporation or the receiver or trusted 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.

6.3 STREET ADDRESS 6.4 CITY - S1 - ZIP

FILED

May 14 1998 8:00am

Secretary of State

HARBISON-WALKER REFRACTORIES COMPANY OFFICERS & DIRECTORS

Officers and Directors whose business address is:

P.O. Box 219022 (2121 San Jacinto St., Suite 2500, L.B. 31)
Dallas, Texas 75221

Graham Adelman

Sr. Vice President, General Counsel, Secretary and Director

Gary Gordon Garrison

Vice President - Finance, Chief Financial Officer & Director

Mark Carter

Vice President and Treasurer

Holly McCool

Assistant Treasurer

Kenneth Fernandez

Assistant Secretary

William Heckel

Assistant Secretary

Officers and Directors whose business address is:

600 Grant Street, Pittsburgh, PA 15219

Juan Bravo

President, Chief Operating Officer and Director

William Brown

Vice President - Minerals Group

Jess Hutchinson

Vice President - International

John Miller

Vice President - North American Operations

Stephen Ross

Vice President - Administration