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Jun 10 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 # P30886 (6)
 1. Corporation Name
COCA-COLA ENTERPRISES INC.



Principal Place of Business
2500 WINDY RIDGE PARKWAY #11031 ATLANTA GA 30339 US

Mailing Address
PO BOX 723040 TAX DEPT. #11031 ATLANTA GA 31139 US

3. Date Incorporated or Qualified **09/12/1990** 3a. Date of Last Report **05/01/1996**

2. Principal Place of Business
 21 Suite, Apt. #, etc. **c/o CCE Tax Dept.**
 22 City & State
 23 Zip **24** Country **25**

2a. Mailing Address
 26 Suite, Apt. #, etc. **c/o CCE Tax Dept.**
 27 City & State
 28 Zip **29** Country **30**

4. FEI Number **58-0503352** Applied For Not Applicable

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes 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 **Corporation Services Company**
 82 Street Address (P.O. Box Number is Not Acceptable)
 83 **1201 Hays Street**
 84 City **Tallahassee** FL 85 Zip Code **32301**

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]* Signature: typed or printed name of registered agent and title, if applicable (NOTE: Registered Agent signature required when reinstating) DATE **6/2/97**

12. OFFICERS AND DIRECTORS		
TITLE	C	<input type="checkbox"/> DELETE
NAME	IVESTER, M. D	
STREET ADDRESS	COCA-COLA PLAZA, N.W.	
CITY-ST-ZIP	ATLANTA GA	
TITLE	VC	<input type="checkbox"/> DELETE
NAME	JOHNSTON, JR, SUMERFIELD	
STREET ADDRESS	2500 WINDY RIDGE PARKWAY	
CITY-ST-ZIP	ATLANTA GA 30339	
TITLE	D	<input type="checkbox"/> DELETE
NAME	COLE, JONNETTA B	
STREET ADDRESS	COCA-COLA PLAZA, N.W.	
CITY-ST-ZIP	ATLANTA GA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	ISDELL, E. N	
STREET ADDRESS	COCA-COLA PLAZA, N.W.	
CITY-ST-ZIP	ATLANTA GA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	HAHN, JR, T MARSHALL	
STREET ADDRESS	COCA-COLA PLAZA, N.W.	
CITY-ST-ZIP	ATLANTA GA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SCHIMBERG, HENRY A	
STREET ADDRESS	2500 WINDY RIDGE PARKWAY	
CITY-ST-ZIP	ATLANTA GA 30339	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
11 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	See Attachment for Complete List.	
13 STREET ADDRESS		
14 CITY-ST-ZIP		
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	D/P	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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)(j), 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]* Signature: typed or printed name of registered agent and title, if applicable (NOTE: Registered Agent signature required when reinstating) DATE **6/2/97** (770/989-3016)

CP2E034 (9/96)

COCA-COLA ENTERPRISES INC.

Elected Officers

Summerfield K. Johnston, Jr.
Henry A. Schimberg
John R. Alm
Philip H. Sanford
Norman P. Findley
Summerfield K. Johnston III
G. David Van Houten, Jr.
Lowry F. Kline
John H. Downs, Jr.
Rick L. Engum
Robert F. Gray
Margaret F. Carton
John C. Heinrich
Jarratt H. Jones
Daniel G. Marr
Michael W. McNally
H. Lynn Oliver
Vicki G. Roman
Gary P. Schroeder
O. Michael Whigham
Nita P. Fussell
J. Guy Beatty, Jr.
E. Liston Bishop III
Terri L. Purcell

Vice Chairman & CEO
President & COO
Senior Vice President & CFO
Senior Vice President, Finance & Administration
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President and General Counsel
Vice President, Public Affairs
Vice President, Information Systems
Vice President
Vice President, Investor Relations & Planning
Vice President, Operations
Vice President, Human Resources
Vice President, Marketing
Vice President - Operations, Planning and Development
Vice President - Tax
Vice President and Treasurer
Vice President, Regional Operations
Vice President and Controller
Director of Internal Audit
Secretary
Assistant Secretary
Assistant Secretary

DIRECTORS

M. Douglas Ivester, Chairman
Howard G. Buffett
John L. Clendenin
Johnetta B. Cole
T. Marshall Hahn, Jr.
Claus M. Halle
L. Phillip Humann
E. Neville Isdell
John E. Jacob
Summerfield K. Johnston, Jr.
Robert A. Keller
Scott L. Probasco, Jr.
Henry A. Schimberg
Francis A. Tarkenton
Wilton D. Looney, Director Emeritus

The Business Address for all Individuals is:

2500 Windy Ridge Parkway
Atlanta, GA 30339