

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

FILED
May 14 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P30886 (6)

1. Corporation Name
COCA-COLA ENTERPRISES INC.



Principal Place of Business 2500 WINDY RIDGE PARKWAY C/O CCE TAX DEPT. ATLANTA GA 30339 US	Mailing Address PO BOX 723040 C/O CCE TAX DEPT ATLANTA GA 31139-0040 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

3. Date Incorporated or Qualified 09/12/1990	
4. FEI Number 58-0503352	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
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	

9. Name and Address of Current Registered Agent

**CORPORATION SERVICES COMPANY
 1201 HAYS STREET
 TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

B1 Name	
B2 Street Address (P.O. Box Number is Not Acceptable)	
B3	
B4 City	B5 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	C <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	IVESTER, M. D	1.2 NAME	See Attachment for complete list
STREET ADDRESS	COCA-COLA PLAZA, N.W.	1.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA	1.4 CITY-ST-ZIP	
TITLE	VC <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JOHNSTON, JR, SUMERFIELD	2.2 NAME	C
STREET ADDRESS	2500 WINDY RIDGE PARKWAY	2.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA 30339	2.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	COLE, JONNETTA B	3.2 NAME	
STREET ADDRESS	COCA-COLA PLAZA, N.W.	3.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA	3.4 CITY-ST-ZIP	30313
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ISEDELL, E. N	4.2 NAME	
STREET ADDRESS	COCA-COLA PLAZA, N.W.	4.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA	4.4 CITY-ST-ZIP	30313
TITLE	D <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HAHN, JR, T MARSHALL	5.2 NAME	VC
STREET ADDRESS	COCA-COLA PLAZA, N.W.	5.3 STREET ADDRESS	JOSEPH R. GLADDEN, JR.
CITY-ST-ZIP	ATLANTA GA	5.4 CITY-ST-ZIP	2500 WINDY RIDGE PARKWAY
TITLE	DP <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHIMBERG, HENRY A	6.2 NAME	
STREET ADDRESS	2500 WINDY RIDGE PARKWAY	6.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA	6.4 CITY-ST-ZIP	30339

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

See Attachment for complete list

Change Addition

30313

Change Addition

30313

Change Addition

VC

JOSEPH R. GLADDEN, JR.

2500 WINDY RIDGE PARKWAY

ATLANTA, GA 30339

Change Addition

30339

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.

H. Lynn Oliver

4/29/98 770/989-3046

CR2E034 (10/97)

COCA-COLA ENTERPRISES INC.

Summerfield K. Johnston, Jr.	Chairman and Senior Executive Officer
Henry A. Schimberg	President and Chief Executive Officer
John R. Alm	Executive Vice President and Chief Financial Officer
Lowry F. Kline	Executive Vice President and General Counsel
Norman P. Findley	Senior Vice President, and President - European Group
Summerfield K. Johnston III	Senior Vice President, and President - Eastern U.S. Group
G. David Van Houten, Jr.	Senior Vice President, and President - Central U.S. Group
Gary P. Schroeder	Senior Vice President, and President - Western U.S. Group
E. Liston Bishop III	Vice President, Deputy General Counsel, Director of Acquisitions, and Assistant Secretary
Margaret F. Carton	Vice President, Investor Relations and Planning
John H. Downs, Jr.	Vice President, Public Affairs
Rick L. Engum	Vice President, Information Systems
Robert F. Gray	Vice President, and Chief Financial Officer - European Group
Paul M. Gunderson	Vice President, Human Resources
M. Hayne Hamilton	Vice President
John C. Heinrich	Vice President, Operations
Daniel G. Marr	Vice President, Marketing
Michael W. McNally	Vice President, Operations Planning and Development
H. Lynn Oliver	Vice President, Tax
Vicki R. Palmer	Vice President and Treasurer
Terri L. Purcell	Vice President, Deputy General Counsel, and Assistant Secretary
O. Michael Whigham	Vice President, Controller and Principal Accounting Officer
Nita F. Pennardt	Director of Internal Audit
J. Guy Beatty, Jr.	Secretary
S. Kim Adamson	Assistant Controller
Joyce King-Lavinder	Assistant Treasurer

Business Address for all Individuals is:

**2500 Windy Ridge Parkway
Atlanta, GA 30339**

COCA-COLA ENTERPRISES INC.
DIRECTORS

Summerfield K. Johnston, Jr., Chairman

Howard G. Buffett

John L. Clendenin

Johnnetta B. Cole

J. Trevor Eyton

Joseph R. Gladden, Jr., Vice Chairman

Claus M. Halle

L. Phillip Humann

John E. Jacob

Robert A. Keller

Jean-Claude Killy

Scott L. Probasco, Jr.

Henry A. Schimberg

Wilton D. Looney, Director Emeritus

The Business Address for all individuals is:

**2500 Windy Ridge Parkway
Atlanta, GA 30339**