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Mar 06 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P32279 (2)  
1. Corporation Name  
NIBCO INC.

Principal Place of Business  
1516 MIDDLEBURY ST  
ELKHART IN 46515  
US

Mailing Address  
1516 MIDDLEBURY ST  
ELKHART IN 46516-4740  
US



2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified 12/19/1990	3a. Date of Last Report 04/04/1996
21 Suite Apt. # etc.	26 Suite Apt. #, etc.	4. FEI Number 35-0552560	Applied For Not Applicable
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24 Country	29 Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" 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 1 Name 2 Street Address (P.O. Box Number is Not Acceptable) 3 4 City FL 85 Zip Code
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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 agent 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's signature required when reinstating)		DATE: _____
12. OFFICERS AND DIRECTORS	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY, ST, ZIP TITLE NAME STREET ADDRESS CITY, ST, ZIP TITLE NAME STREET ADDRESS CITY, ST, ZIP TITLE NAME STREET ADDRESS CITY, ST, ZIP TITLE NAME STREET ADDRESS CITY, ST, ZIP TITLE NAME STREET ADDRESS CITY, ST, ZIP	<input type="checkbox"/> DELETE CD MARTIN, LEE 6 ST. JOSEPH MANOR ELKHART IN PD MARTIN, REX 3640 GORDON RD. ELKHART IN D STALKER, PETER II 2110 EAST VALLEY RD. SANTA BARBARA CA S EISELE, THOMAS L. 26921 CARRIAGE CT. ELKHART IN VT PARKER, DENNIS J. 15577 HUNTING RIDGE TRL. GRANGER IN V KROK, ROBERT 52692 FIELDCREST GRANGER IN <input type="checkbox"/> Change <input type="checkbox"/> Addition	

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 file 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: Dennis J. Parker Dennis J. Parker 2/28/97 (219) 295-3000  
Signature and Title or Printed Name of Signing Officer or Director  
Date Daytime Phone #

CR2E034 (9/96)

**NIBCO INC.  
FLORIDA PROFIT CORPORATION ANNUAL REPORT  
OFFICERS AND DIRECTORS  
12/31/96**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LEE MARTIN	VICE CHAIRMAN AND DIRECTOR	6 SAINT JOSEPH MANOR, ELKHART, IN 46516
REX MARTIN	CHAIRMAN, PRESIDENT, CEO, AND DIRECTOR	3640 GORDON ROAD, ELKHART, IN 46516
THOMAS L. EISELE	VICE PRESIDENT - GENERAL COUNSEL, AND SECRETARY	26921 CARRIAGE COURT, ELKHART, IN 46514
DENNIS J. PARKER	VICE PRESIDENT - FINANCE	15577 HUNTING RIDGE TRAIL, GRANGER, IN 46530
ROBERT L. KROK	VICE PRESIDENT, BUSINESS DEVELOPMENT	15692 FIELDCREST, GRANGER, IN 46530
WILLIAM K. FRYMOYER	VICE PRESIDENT, HUMAN RESOURCES	200 GRAFTON CT., LAKE BLUFF, IL 60044
JAMES F. DREXINGER	VICE PRESIDENT - MARKETING	19608 LACEY LANE EAST, BRISTOL, IN 46507
JOSEPH J. GROSS	VICE PRESIDENT - MANUFACTURING	57016 RUTLEDGE COURT, ELKHART, IN 46516
ROBERT W. BAILEY	VICE PRESIDENT - NORTH AMERICAN SALES	15426 STONY RUN TRAIL, GRANGER, IN 46530
J. REED COLEMAN	DIRECTOR	201 WAUBESA STREET, MADISON, WI 53704
CASPER MARTIN	DIRECTOR	35 JUNIPER ROAD, ANDOVER, MA 01810
PETER STALKER II	DIRECTOR	2110 EAST VALLEY ROAD, SANTA BARBARA, CA 93108
FRANK K. REILLY	DIRECTOR	17385 TURNBERRY COURT, GRANGER, IN 46530
WILLIAM M. JORDAN	DIRECTOR	8237 RHINE WAY DRIVE, CENTERVILLE, OH 45458