

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # **P33348** (4)

1. Corporation Name

EATON ETN OFFSHORE LTD. INC.



Principal Place of Business

Mailing Address

THE GROSVENOR BUILDING
1040 WEST GEORGIA STREET, 15TH FLOOR
VANCOUVER, B.C. CANADA V6E 4

THE GROSVENOR BUILDING
1040 WEST GEORGIA STREET, 15TH FLOOR
VANCOUVER, B.C. CANADA V6E 4

2. Principal Place of Business

2a. Mailing Address

21

25

Eaton Corporation

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

1111 Superior Avenue

City & State

City & State

23

28

Cleveland, Ohio

Zip

Country

Zip

Country

24

25

29

44114

30

USA

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	CARMONT, JOHN M.	
STREET ADDRESS	1111 SUPERIOR AVE.	
CITY-ST-ZIP	CLEVELAND OH	
TITLE	VS	<input type="checkbox"/> DELETE
NAME	FRANKLIN, EARL R.	
STREET ADDRESS	1111 SUPERIOR AVENUE	
CITY-ST-ZIP	CLEVELAND OH	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	DONOVAN, PATRICK X.	
STREET ADDRESS	1111 SUPERIOR AVE.	
CITY-ST-ZIP	CLEVELAND OH	
TITLE	V	<input type="checkbox"/> DELETE
NAME	LEACH, RONALD L.	
STREET ADDRESS	1111 SUPERIOR AVE.	
CITY-ST-ZIP	CLEVELAND OH	
TITLE	V	<input type="checkbox"/> DELETE
NAME	OTTO, DAVID O.	
STREET ADDRESS	1111 SUPERIOR AVE.	
CITY-ST-ZIP	CLEVELAND OH	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	MIKELONIS, JOSEPH J.	
STREET ADDRESS	111 SUPERIOR AVENUE	
CITY-ST-ZIP	CLEVELAND OH	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 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	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Ronald G. Clements
6.3 STREET ADDRESS	686 Parkdale Ave. N.
6.4 CITY-ST-ZIP	Hamilton, Ont. Canada L8N 3K1

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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:

E. R. Franklin Vice President and Secretary

4/18/96

216/523-4455

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (12/95)