

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

FILED
May 07 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
-------------------------------------------------------	-----------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------

DOCUMENT # **851221** (2)
1. Corporation Name
WILLIAM M. MERCER, INCORPORATED

Principal Place of Business 1166 AVE. OF THE AMERICAS TAX DEPT. 30 FL NEW YORK NY 10036-2708	Mailing Address 1166 AVE. OF THE AMERICAS TAX DEPT. 30 FL NEW YORK NY 10036-2708
----------------------------------------------------------------------------------------------------------------	----------------------------------------------------------------------------------------------------



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified 12/07/1981	
25		30		4. FEI Number 13-2834414	
25		30		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
25		30		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
25		30		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 CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CFOD <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MOHAN, P RAM	1.2 NAME	
STREET ADDRESS	1166 AVENUE OF THE AMERICAS	1.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	1.4 CITY-ST-ZIP	
TITLE	CCEO <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LYNCH, TIMOTHY J.	2.2 NAME	
STREET ADDRESS	1166 AVE OF THE AMERICAS	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	2.4 CITY-ST-ZIP	
TITLE	PD <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MAHENDROO, VIKESH	3.2 NAME	
STREET ADDRESS	1166 AVE OF THE AMERICAS	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	3.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARTON, JOHN W.	4.2 NAME	
STREET ADDRESS	3 EMBARCADEO, SUITE 1250	4.3 STREET ADDRESS	
CITY-ST-ZIP	SAN FRANCISCO CA	4.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FAGAN, WILLIAM C.	5.2 NAME	
STREET ADDRESS	1166 AVE OF THE AMERICAS	5.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	5.4 CITY-ST-ZIP	
TITLE	AT <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BLAUVELT, JOHN D.	6.2 NAME	
STREET ADDRESS	1166 AVE OF THE AMERICAS	6.3 STREET ADDRESS	2 WORLD TRADE CENTER
CITY-ST-ZIP	NEW YORK NY	6.4 CITY-ST-ZIP	NEW YORK NY 10048

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.

SIGNATURE: **John D. Blauvelt** **JOHN D. BLAUVELT** (212) 345-7330

CR2E034 (10/97)

WILLIAM M. MERCER, INCORPORATED
(Delaware)
Incorporated July 9, 1975

Officers:

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Timothy J. Lynch	Chairman/ Director	1166 Avenue of the Americas New York, NY 10036
Vikesh Mahendroo	President/ Director	1166 Avenue of the Americas New York, NY 10036
P. Ram Mohan	Chief Financial Officer/ Director	1166 Avenue of the Americas New York, NY 10036
Peter A. Bleyler	Chief HR Officer/ Director	2 World Trade Center New York, NY 10048
Yves Roy	Chief IT Officer/ Director	1417 Lake Cook Road Deerfield, IL 60015
William C. Fagan	Secretary	1166 Avenue of the Americas New York, NY 10036
Leonard F. DiNapoli, Jr.	Assistant Secretary	1166 Avenue of the Americas New York, NY 10036
John D. Blauvelt	Assistant Treasurer	2 World Trade Center New York, NY 10048
Daniel L. Percella	Assistant Treasurer	2 World Trade Center New York, NY 10048

Directors:

Giles Archibald	1166 Avenue of the Americas New York, NY 10036
John W. Barton	3 Embarcadero Center Suite 1250 San Francisco, CA 94111
Roger J. Burns	One Mellon Center 500 Grant St., Suite 4200 Pittsburgh, PA 15219

WILLIAM M. MERCER, INCORPORATED
(Delaware)
Incorporated July 9, 1975

Directors (Continued):

Stephen C. Carlson	10 South Wacker Drive Suite 1700 Chicago, IL 60606
Peter Coster	1166 Avenue of the Americas New York, NY 10036
Karen B. Greenbaum	10 South Wacker Drive Suite 1700 Chicago, IL 60606
Gerbrand J. Groen	2300 N Street, NW Suite 730 Washington, DC 20037
Paul D. Kohlenbrener	10 South Wacker Drive Suite 1700 Chicago, IL 60606
Charles M. Metzgar	Mercer Plaza 4600 Cox Road, Suite 400 Glen Allen, VA 23060
Larry E. North	3700 Georgia-Pacific Center 133 Peachtree St., NE Atlanta, GA 30303
John M. Regan, III	1166 Avenue of the Americas New York, NY 10036
Joseph D. Salerno	1166 Avenue of the Americas New York, NY 10036
Susan J. Velleman	200 Clarendon Street Boston, MA 02116
Daniel C. White	777 South Figueroa St. Suite 2000 Los Angeles, CA 90017