

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III, SECRETARY OF STATE
ANNUAL REPORT

(See Reverse Side for Filing Instructions)

RECORD # 0177503

DUE JUNE 30, 1996

(4) FILING FEE

15.00

(1) EXACT CORPORATE NAME AND PRINCIPAL OFFICE ADDRESS:

U-Z ENGINEERED PRODUCTS INC.
CORPORATION TRUST CTR.
1209 ORANGE ST.
WILMINGTON, DEL. 19801

RECEIVED

MAY 4 1996
SECRETARY OF STATE
COMMONWEALTH OF KY

(5) STATE OR COUNTRY OF
INCORPORATION

DE

(2) PRINCIPAL OFFICE ADDRESS IS HEREBY CHANGED TO:

[Empty box for principal office address change]

(6) DATE OF INCORPORATION OR
AUTHORIZATION TO TRANSACT BUSINESS

12/02/1982

(3) REGISTERED AGENT AND REGISTERED OFFICE ADDRESS:

C T CORP. SYSTEM
KY. HOME LIFE BLDG.
LOUISVILLE, KY. 40202

(7) PLEASE MAIL A STATEMENT OF CHANGE FORM TO:

[Empty box for mailing statement of change form]

Changes made to the registered agent or registered office cannot be made on this form.
See Filing Instructions on reverse side

PLEASE TYPE OR PRINT THE NAMES AND BUSINESS ADDRESSES OF THE CORPORATION'S CURRENT PRINCIPAL OFFICERS.
IF SOLE OFFICER, PLEASE CHECK

PRESIDENT M. A. FERRUCCI 1209 ORANGE STREET, WILMINGTON, DE 19801

VICE PRESIDENT C. M. DENNY & M. L. WILLIAMS, 1209 ORANGE STREET, WILMINGTON, DE 19801

SECRETARY KIM E. LUTHANS 1209 ORANGE STREET, WILMINGTON, DE 19801

TREASURER A. M. HORNE, 1209 ORANGE STREET, WILMINGTON, DE 19801

PLEASE TYPE OR PRINT THE NAMES AND BUSINESS ADDRESSES OF THE CORPORATION'S DIRECTORS.

Directors are required to be listed. No listing of directors is verification that the corporation has dispensed with the board of directors. Non-profit corporations must list three (3) or more directors. See Filing Instructions on reverse side

BOARD OF DIRECTORS M. A. FERRUCCI 1209 ORANGE STREET, WILMINGTON, DE 19801

A. M. HORNE 1209 ORANGE STREET, WILMINGTON, DE 19801

KIM E. LUTHANS, 1209 ORANGE STREET, WILMINGTON, DE 19801

I VERIFY THAT INFORMATION IN THIS ANNUAL REPORT IS CURRENT AS OF THE DATE THIS REPORT IS EXECUTED.

AUTHORIZED SIGNATURE *Mc Jernan* TITLE President DATE 5/17/96

PROFESSIONAL SERVICE CORPORATIONS ONLY: In addition to the annual report content requirement, there shall be included a list of names and addresses of all shareholders of the professional service corporation and the president shall sign the certificate below.

CERTIFICATE OF PROFESSIONAL SERVICE CORPORATION

I, President of said corporation, do certify that all of the shareholders, not less than one half of the directors, and all officers other than secretary and treasurer of the professional service corporation are duly qualified as provided in KRS Chapter 274 and a copy of such annual report has been filed with the regulating board that licenses the shareholders described in this statement.

PRESIDENT'S SIGNATURE _____

U-Z ENGINEERED PRODUCTS INC.

CORPORATION TRUST CENTER

1209 Orange Street

Wilmington, Delaware 19801

May 20, 1996

JOHN Y. BROWN III
SECRETARY OF STATE
P. O. BOX 1150
FRANKFORT, KENTUCKY 40602-1150

Gentlemen:

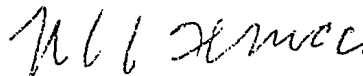
We enclose for filing the following return of this corporation, for the year
ended 1996.

ANNUAL REPORT

Also enclosed is a check in the amount of \$ 15.00 covering
payment due.

Please acknowledge receipt by stamping and returning to us the enclosed copy
of this letter.

Very truly yours,



MARK A. FERRUCCI
President

MAF:sua
Enclosures