

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III, SECRETARY OF STATE
ANNUAL REPORT
 (See Reverse Side for Filing Instructions)

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 report over the Internet

RECORD # **0173447**

DUE JUNE 30, **2002**

(4) FILING FEE
\$15.00

(1) EXACT CORPORATE NAME AND CURRENT PRINCIPAL OFFICE ADDRESS :

HARTLEY MARINE CORP.
1209 ORANGE ST.
WILMINGTON, DE 19801

RECEIVED

MAY 10 2002

SECRETARY OF STATE

(5) STATE OR COUNTRY OF INCORPORATION
DE

(2) THE PRINCIPAL OFFICE ADDRESS IS HEREBY CHANGED TO

300 Pike St.
Cincinnati, OH 45202

(6) DATE OF INCORPORATION OR DATE
 AUTHORIZED TO TRANSACT BUSINESS

12/30/1982

(3) CURRENT REGISTERED AGENT AND REGISTERED OFFICE ADDRESS

Changes made to the registered agent or registered office cannot be made on this form
 Complete (7) to request a form to be mailed or download form from web site

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

(7) MAIL A STATEMENT OF CHANGE OF AGENT OR OFFICE TO

(8) **PRINCIPAL OFFICERS** If the corporation has previously filed an annual report, verify the names & titles of officers listed below. Please note any additions to or changes in the principal officers and give the address for each person listed. If (8) is blank, type or print the names & business addresses of the current principal officers. If sole officer, please note.

President	R. Faillo	Address	300 Pike St. Cincinnati, OH 45202
Vice President	M.J. Monahan	Address	" "
Secretary	T J Schmid	Address	" "
Treasurer	W M TWOMBLY	Address	" "
		Address	

(9) **DIRECTORS** Type or print the names and business addresses of the corporation's directors. No listing of directors is verification that the corporation has dispensed with directors. **Nonprofit corporations must list three (3) or more directors.**

Name	W. S. Noble	Address	300 Pike St Cincinnati, OH 45202
Name	M.J. Monahan	Address	" "
Name	R. Faillo	Address	" "
Name		Address	
Name		Address	

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


 Signature of Officer or Chairman of the Board

TITLE **VP, Gen. Counsel, & Secretary** DATED **6/5/02**

HARTLEY MARINE CORP.

Directors:

R. Faillo
M. J. Monahan
W. S. Noble

R. Faillo, President
T. J. Schmidt, Vice President, General Counsel and Secretary
M. J. Monahan, Vice President, Operations Support
W. S. Noble, Vice President, Vessel Operations
E. F. Gebhardt, Vice President, Human Resources
and Labor Relations
C. J. Gerrein, Vice President and
Chief Information Services Officer
C. J. Ludwig, Controller
W. M. Twombly, Treasurer
L. L. Fleming, Assistant Secretary

All are located at 300 Pike St.
Cincinnati, OH 45202