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

RECORD #

0062167

DUE JUNE 30,

2001

(4) FILING FEE

\$15.00

(1) EXACT CORPORATE NAME AND CURRENT PRINCIPAL OFFICE ADDRESS

UNITED DISTILLERS USA, INC.  
ATTN: TAX DEPT.  
SIX LANDMARK SQUARE  
STAMFORD, CT 06901

RECEIVED

MAY 07 2001

SECRETARY OF STATE  
COMMONWEALTH OF KY

(5) STATE OR COUNTRY OF INCORPORATION

DE

(2) THE PRINCIPAL OFFICE ADDRESS IS HEREBY CHANGED TO

[Empty box for principal office address change]

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

12/30/1943

(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., RM. 1102  
LOUISVILLE, KY 40202

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

[Empty box for statement of change of agent or office]

(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	<del>Charles A. Phillips</del>	<i>see ATTACHED</i>
Vice President	Robert T Brown	Address
Treasurer	<del>William O'rich</del>	Address
		Address
		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.

	<i>see ATTACHED</i>
Name	Address
Name	Address
Name	Address
Name	Address

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

*J. Kramer*  
Signature of Officer or Chairman of the Board

TITLE *Asst. Secretary* DATED *4/16/01*

**UNITED DISTILLERS USA, INC.  
LIST OF ELECTED DIRECTORS AND OFFICERS  
AS JULY 1, 2000**

Directors

NAME	TITLE	HOME ADDRESS	BUSINESS ADDRESS	BUSINESS TELEPHONE	PLACE AND DATE OF BIRTH	SOCIAL SECURITY NUMBER	U.S. CITIZEN?
Paul A. Clinton	President and CEO	29 Sunset Farm W. Hartford, CT 06107	Six Landmark Square Stamford, CT 06901	203-359-7411	[REDACTED]	[REDACTED]	NO
L. Keith Winbush	Director	54 Fox Run Road Norwalk, CT 06850	Six Landmark Square Stamford, CT 06901	203-359-7102	[REDACTED]	[REDACTED]	YES
Linda Howard-Sorrell	Director	7 Sugar Hollow Lane Simsbury, CT 06092	Six Landmark Square Stamford, CT 06901	203-359-7100	[REDACTED]	[REDACTED]	NO
Robert T. Brown	Director	23 Monmouth Avenue W. Milford, NJ 07480	Six Landmark Square Stamford, CT 06901	203-359-7100	[REDACTED]	[REDACTED]	YES

**UNITED DISTILLERS USA, INC.  
LIST OF ELECTED DIRECTORS AND OFFICERS  
AS JULY 1, 2000**

**Officers**

NAME	TITLE	HOME ADDRESS	BUSINESS ADDRESS	BUSINESS TELEPHONE	PLACE AND DATE OF BIRTH	SOCIAL SECURITY NUMBER	U.S. CITIZEN?
Paul A. Clinton	President and CEO	29 Sunset Farm W. Hartford, CT 06107	Six Landmark Square Stamford, CT 06901	203-359-7411	[REDACTED]	[REDACTED]	NO
L. Keith Wimbush	Sr. Vice President & Secretary	54 Fox Run Road Norwalk, CT 06850	Six Landmark Square Stamford, CT 06901	203-359-7102	[REDACTED]	[REDACTED]	YES
James Ricci	Vice President	200 Teller Road Trumbull, CT 06611	Six Landmark Square Stamford, CT 06901	203-967-7930	[REDACTED]	[REDACTED]	YES
Robert T. Brown	Vice President	23 Monmouth Avenue W. Milford, NJ 07480	Six Landmark Square Stamford, CT 06901	203-359-7100	[REDACTED]	[REDACTED]	YES
Samuel Bleichfeld	Asst. Treasurer Asst. Secretary	75-30 192nd Street Fresh Meadows, NY 11366	Six Landmark Square Stamford, CT 06901	203-359-7153	[REDACTED]	[REDACTED]	NO
Mary J. Kramer	Assistant Secretary	83 Murray Street Norwalk, CT 06851	Six Landmark Square Stamford, CT 06901	203-359-7134	[REDACTED]	[REDACTED]	YES
Jonathan R. Kamisar	Assistant Secretary	4 Parade Ground Ct. Weston, CT 06883	Six Landmark Square Stamford, CT 06901- 2704	203-359-7164	[REDACTED]	[REDACTED]	YES
Robin D. Adelsstein	Assistant Secretary	193 Ivy Street Oyster Bay, NY 11771	Six Landmark Square Stamford, CT 06901- 2704	203-359-7153	[REDACTED]	[REDACTED]	YES