



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

AMENDED 2011

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2011

Filing Period: January 1 - March 1 • Filing Fee: \$50.00* • THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.

* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

1. Corporate ID No. 000026089		2. Name of Corporation XEROX CORPORATION		
3. Street Address Principal Business Office 45 GLOVER AVENUE		City NORWALK	State CT	Zip 06856
4. Business Phone No. 203-849		5. State of Incorporation NEW YORK		
6. Brief Description of the Character of Business Conducted in Rhode Island SALE, LEASE AND SERVICE OF OFFICE EQUIPMENT				
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS				
President Name		Vice President Name KATHLEEN S. FANNING		
Street Address		Street Address 45 GLOVER AVENUE		
City	State	Zip	City	State
			NORWALK	CT
Secretary Name DON H. LIU		Treasurer Name RHONDA L. SEEGAL		
Street Address 45 GLOVER AVENUE		Street Address 45 GLOVER AVENUE		
City	State	Zip	City	State
NORWALK	CT	06856	NORWALK	CT
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS				
Director Name URSULA M. BURNS		Director Name		
Street Address 45 GLOVER AVENUE		Street Address		
City	State	Zip	City	State
NORWALK	CT	06856		
9. SHARES AUTHORIZED				
This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.		10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS		
		ISSUED SHARES — THIS SECTION <u>MUST</u> BE COMPLETED		
		Number of Shares	Class/Series	Par Value
		SEE ATTACHED		

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This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

11:51 FILED FEB 28 2011

File Date
Check No.
By:
FOR SECRETARY OF STATE USE ONLY

By *[Signature]*

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] **2/15/2011**
Date
Kathleen S. Fanning
Print or Type Name
VICE PRESIDENT, WORLDWIDE TAX
Title

B. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares Number of Shares	Total Issued and Outstanding Number of Shares
PWP	Series A Convertible Perpetual Preferred Stock	\$1.00	22,043,067	300,000
STK	Class B Stock	\$1.00	600,000	0
CWP		\$1.00	1,750,000,000	1,397,577,634

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INDIANA STATE
DEPARTMENT OF
REGISTRATION DIV

Directors -- Business Information

Director	Company	Business Address
Glenn A. Britt	Time Warner Cable	60 Columbus Circle New York, NY 10023
Ursula M. Burns	Xerox Corporation	45 Glover Avenue Norwalk, CT 06856
Richard J. Harrington		9 Greystone Farm Lane Westport, CT 06880
William C. Hunter	University of Iowa	108 Pappajohn Business Bldg. Suite C120 Iowa City, IA 52242-1994
Vernon E. Jordan, Jr. NY Senior Advisor	Lazard Freres & Co., LLC	30 Rockefeller Center New York, NY 10020
Vernon E. Jordan, Jr. WA Senior Advisor	Akin, Gump, Strauss, Hauer & Feld, L.L.P.	1333 New Hampshire Ave. NW Suite 400 Washington, DC 20036

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Directors -- Business Information

Director	Company	Business Address
Robert J. Keegan	The Goodyear Tire & Rubber Company	1144 East Market Street Akron, OH 44316-0001
Robert A. McDonald	The Procter & Gamble Company	One Procter & Gamble Plaza Cincinnati, Ohio 45202
Nicholas J. Nicholas, Jr.	Navy Walk Partners	88 Central Park West New York, NY 10023
Charles Prince	Albright Stonebridge Group, LLC and Albright Capital Management LLC	712 Fifth Avenue 41st Floor New York, NY 10019
Ann N. Reese	Center for Adoption Policy	168 Kirby Lane Rye, NY 10580
Mary Agnes Wilderrotter	Frontier Communications Corporation	3 High Ridge Park Stamford, CT 06905

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DIVISION OF RESEARCH AND STATISTICS



Corporate Officers -- Business Contact Information

Name	Title	Business Location
Appelo, Wim T.	Senior Vice President; President, Xerox Global Business and Services Group	800 Phillips Road Webster, NY 14580 Internal Address: 105-48C
Armour, Eric	Vice President; President, Graphic Communications Business Group	800 Phillips Road Webster, NY 14580 Internal Address: 129-33A
Blodgett, Lynn R.	Executive Vice President; President and CEO, Affiliated Computer Services, Inc.	Affiliated Computer Services, Inc. 8911 South Sandy Parkway Sandy, Utah 84070 Internal Address:
Burns, Ursula M.	Chairman and Chief Executive Officer	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-S
Carone, Christa B.	Vice President; Vice President, Marketing and Communications	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ - 6N
Cerrone, Richard F.	Vice President; Acquisition Transition Office	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 7-S

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REGISTRATION DIV

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Corporate Officers -- Business Contact Information

Name	Title	Business Location
Costello, Mark	Vice President; General Patent Counsel, Chief Strategy Counsel	45 Glover Avenue P.O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 5-S
Cronin, Michael Stephen	Senior Vice President; President, Global Document Outsourcing	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 7-S
Dastin, Richard M.	Vice President; President, Enterprise Business Group	800 Phillips Road MS-129-75B Webster, NY 14580 Internal Address: 129-75B Suite 202W
Fanning, Kathleen S.	Vice President; Vice President, Worldwide Tax	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 5-N
Federico, Anthony M.	Vice President; Chief Engineer/Graphic Communications Executive Liaison	800 Phillips Road Webster, NY 14580 Internal Address: 105-69C
Festa, Michael R.	Vice President; Director of Mergers and Acquisitions	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-S

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Corporate Officers -- Business Contact Information

Name	Title	Business Location
Firestone, James A.	Executive Vice President; President, Corporate Operations	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-S
Guers, Jacques H.	Vice President; President, Xerox Europe	Xerox Bridge House Oxford Road Uxbridge, Middlesex UB8 1HS UK Internal Address:
Hyde, D. Cameron	Vice President; Senior Vice President, Global Accounts Operations	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 5-N
Kabureck, Gary R.	Vice President and Chief Accounting Officer	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 7-S
Kelly, John M.	Vice President; Executive Vice President, Major Account Development	100 Clinton Avenue South Rochester, NY 14644 Internal Address: XRX2-029
Lesko, James H.	Vice President; Vice President, Investor Relations	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 7-N

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Corporate Officers -- Business Contact Information

Name	Title	Business Location
Limoli, Jule E.	Vice President; President, North American Agent Operations	100 Clinton Avenue South Rochester, NY 14644 Internal Address: XR2 - 029
Liu, Don H.	Senior Vice President General Counsel and Secretary	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-5
Maddison, Thomas J.	Vice President; Vice President, Human Resources	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-N
Mancini, Joseph H. Jr.	Vice President; Vice President Finance, Xerox North America	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856 Internal Address: XWHQ 6-N
Marshall, Douglas H.	Assistant Secretary	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 5-5
McDermott, John E.	Vice President; Chief Information Officer	100 Clinton Avenue South Rochester, NY 14644 Internal Address: XR2-18

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Corporate Officers -- Business Contact Information

Name	Title	Business Location
McFate, Carol A.	Assistant Treasurer; Chief Investment Officer	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 7-N
McKinney, Ivy Thomas	Vice President Deputy General Counsel	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 5-S
Nazemetz, Patricia M.	Vice President; Chief Ethics Officer	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-S
Pantling, Shaun W.	Vice President; Director and General Manager, Global Document Outsourcing, Xerox Europe	Riverview Oxford Road Uxbridge, Middlesex UB8 1HS UK Internal Address: Riverview Uxbridge UK
Peacock, Russell M.	Senior Vice President; President, Xerox North America	100 Clinton Avenue South Rochester, NY 14644 Internal Address: XRX2-029
Seegal, Rhonda L.	Vice President and Treasurer	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 7-N

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Corporate Officers -- Business Contact Information

Name	Title	Business Location
Tessler, Herve N.	Vice President; President, Developing Markets Operations	Xerox Bridge House Oxford Road Uxbridge, Middlesex UB8 1HS UK Internal Address:
Vandebroek, Sophie V.	Vice President; President, Xerox Innovation Group and Chief Technology Officer	800 Phillips Road Bldg 105-60C Webster, NY 14580 Internal Address: 0105-60C
Varon, Leslie F.	Vice President Finance and Corporate Controller	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-N
Warren, Kevin M.	Vice President; President, United States Solutions Group	100 Clinton Avenue South Rochester, NY 14644 Internal Address: XRX2 - 29
Werner, Uta	Vice President; Vice President, Strategy	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-N
Zagalo de Lima, Armando	Executive Vice President; President, Xerox Global Customer Operations	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-S

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 STATE
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Corporate Officers -- Business Contact Information

Name	Title	Business Location
Zimmerman, Lawrence A.	Vice Chairman and Chief Financial Officer	45 Glover Avenue P. O. Box 4505 Norwalk, CT 06856-4505 Internal Address: XWHQ 6-S

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STATE OF CONNECTICUT
REGISTRATION DIVISION



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

