

Filing Fee \$15.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 19906 Annual Report for the year 1988

FIRST: The name of the corporation is ALLIED CORPORATION

SECOND: It is incorporated under the laws of New York

THIRD: Character of business, briefly stated, is None SEE STATEMENT ATTACHED

FOURTH: If foreign corporation, address of its principal office Columbia Rd + Park Ave  
Morristown New Jersey 07960

FIFTH: Business address in Rhode Island Registered office  
123 Dyer St., Providence, R.I. 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

.....	Director	.....
.....	Director	.....
.....	Director	.....
.....	President	<u>SCHEDULE ATTACHED</u>
.....	Vice President	.....
.....	Secretary	<u>ENTERED AUG 23 1988</u>
.....	Treasurer	.....

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000</u>	<u>Common</u>	<u>-</u>	<u>\$ 1.00</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000</u>	<u>Common</u>	<u>-</u>	<u>\$ 1.00</u>

PAID

MAR 14 1988

SEC'Y OF STATE

Dated February 25 19 88

Allied Corporation  
(Name of Corporation)

By Robert Kuse

Title ASSISTANT SECRETARY

ALLIED-SIGNAL INC. IS  
THE SUCCESSOR OF  
ALLIED CORPORATION

(Report must be signed by an officer)

## **ALLIED CORPORATION**

On September 30, 1987, Allied Corporation (FEIN 13-4918545) was dissolved by means of a statutory merger into its parent corporation Allied-Signal Inc. (FEIN 22-2640650), in a transaction intended to qualify as a tax free reorganization as described in Section 368(a)(1)(A).

As a result of the merger, all the assets and liabilities of Allied Corporation were transferred to Allied-Signal Inc. by operation of law.

ALLIED CORPORATION

LISTING OF OFFICERS AND DIRECTORS

Officers

(A) Edward L. Hennessy, Jr.....Chairman of the Board and Chief  
Executive Officer

(A) Alan Belzer.....Executive Vice President and President,  
Chemical Sector

(A) (1) William C. Purple.....Executive Vice President and President,  
Aerospace Sector

(A) (2) J. Mason Reynolds.....Executive Vice President and President,  
Automotive Sector

(A) Gerard L. Seelig.....Executive Vice President and President,  
Industrial and Technology Sector

Nicholas A. Cameron.....Senior Vice President - Planning &  
Development

L. James Colby, Jr.....Senior Vice President - Technology

(A) Brian D. Forrow.....Senior Vice President and General  
Counsel

Edwin M. Halkyard.....Senior Vice President-Human Resources

(A) Donald R. Kayser.....Senior Vice President and Chief Financial  
Officer

David G. Powell.....Senior Vice President - Public Affairs

John W. Barter.....Vice President and Controller

Edward W. Callahan.....Vice President - Health, Safety and  
Environmental Sciences

William F. Loftus.....Vice President and Treasurer

Andrew B. Samet.....Secretary and Associate General Counsel

G. Peter D'Aloia.....Vice President - Taxes

ASSOCIATE AND ASSISTANT OFFICERS

- (2) Donald A. Proechel.....Deputy Corporate Controller
- Ralph A. Wade.....Assistant Corporate Controller
- (2) Joseph Bastian.....Assistant Corporate Controller
- Dieter Schmidt.....Assistant Corporate Controller
- Godfrey W. Vosper.....Assistant Corporate Controller
- H. Barrett Flanders, Jr.....Associate General Counsel and  
Assistant Secretary
- Thomas D. Kent.....Associate General Counsel
- Kevin M. Salisbury.....Associate General Counsel and Assistant  
Secretary
- Noel C. Crowley.....Assistant General Counsel
- E. Bruce Butler.....Assistant General Counsel
- Robert H. Sand.....Assistant General Counsel and Assistant  
Secretary
- Martin B. Cohen.....Assistant General Counsel and Assistant  
Secretary
- James A. Hughes.....Assistant Vice President - Taxes
- Robert S. Kashmanian.....Assistant Secretary - Taxes
- Dennis R. Marshall.....Assistant Secretary
- Roy H. Massengill.....Assistant Secretary - Patent Matters
- Stanley R. Stevinson.....Assistant Secretary
- Roger C. Matthews.....Assistant Treasurer
- Paul Donovan.....Assistant Treasurer
- Robert E. Lee.....Assistant Treasurer
- Richard A. Schile.....Assistant Treasurer

- (A) Also a Director
- John P. Fishwick
- James A. Krumhansl

All Addresses:

Columbia Road & Park Avenue  
Morristown, New Jersey 07960

Except:

- (1) 1000 Wilson Boulevard  
Arlington, Virginia 22209
- (2) 20650 Civic Center Drive  
Southfield, Michigan 48086

ALLIED-SIGNAL INC.  
OFFICERS

(with Business Addresses)

<u>Name</u>	<u>Business Address</u>
Edward L. Hennessy, Jr. Chairman of the Board and Chief Executive Officer	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
Robert L. Kirk Executive Vice President and Chief Executive Officer, Allied-Signal Aerospace Company	1000 Wilson Boulevard Arlington, VA 22209
Alan Belzer Executive Vice President and President, Engineered Materials	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
Daniel W. Derbes Executive Vice President and President, Allied-Signal International	11255 North Torrey Pines Road La Jolla, CA 92037-1059
Roy H. Ekrom Executive Vice President and President, Allied-Signal Aerospace Company	2525 West 190th Street Torrance, CA 90509
William C. Purple Executive Vice President and President, Defense Systems Company, Allied-Signal Aerospace Company	1000 Wilson Boulevard Arlington, VA 22209
J. Mason Reynolds Executive Vice President and President, Automotive	20650 Civic Center Drive P. O. Box 5029 Southfield, MI 48086-5029
John W. Barter Senior Vice President - Planning, Development and Administration	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
L. James Colby, Jr. Senior Vice President - Technology	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960

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<u>Name</u>	<u>Business Address</u>
Brian D. Farrow Senior Vice President, General Counsel and Secretary	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
Edwin M. Halkyard Senior Vice President - Human Resources	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
Donald R. Kayser Senior Vice President and Chief Financial Officer	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
David G. Powell Senior Vice President - Public Affairs	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
Ricardo R. Alvarado Vice President - Government Relations	1001 Pennsylvania Avenue, NW Suite 700 Washington, DC 20004
Edward W. Callahan Vice President - Health Safety & Environmental Sciences	Allied-Signal Inc. Post Office Box 3000R Morristown, NJ 07960
G. Peter D'Aloia Vice President - Taxes	Allied-Signal Inc. Post Office Box 1057R Morristown, NJ 07960
William F. Loftus Vice President and Treasurer	Allied-Signal Inc. Post Office Box 1219R Morristown, NJ 07960
J. Thomas Zusi Vice President and Controller	Allied-Signal Inc. Post Office Box 1219R Morristown, NJ 07960

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ALLIED-SIGNAL INC.  
ASSISTANT AND ASSOCIATE OFFICERS

Assistant Corporate Controller ..... Paul Donovan  
Assistant Corporate Controller ..... Dieter Schmidt  
Assistant Corporate Controller ..... Ralph A. Wade  
Associate General Counsel ..... Stephen W. Guittard  
Associate General Counsel ..... Thomas D. Kent  
Associate General Counsel  
and Assistant Secretary ..... Kevin M. Salisbury  
Associate General Counsel  
and Assistant Secretary ..... Andrew B. Samet  
Assistant General Counsel  
and Assistant Secretary ..... E. Bruce Butler  
Assistant General Counsel  
and Assistant Secretary ..... Martin B. Cohen  
Assistant General Counsel ..... H. Barrett Flanders, Jr.  
Assistant General Counsel ..... Heather M. Mullett  
Assistant General Counsel ..... Robert H. Sand  
Assistant Secretary ..... Dennis R. Marshall  
Assistant Secretary ..... Roy H. Massengill  
Assistant Secretary-Taxes ..... Robert S. Kashmanian  
Assistant Treasurer ..... Paul Donovan  
Assistant Treasurer ..... Robert E. Lee  
Assistant Treasurer ..... Roger C. Matthews  
Assistant Vice President-Taxes ..... James A. Hughes

ASSISTANT SECRETARIES FOR SPECIFIC OPERATING UNITS

Allied-Signal Aerospace Company ..... Forrest W. Brown  
Allied-Signal Aerospace Company ..... Steven G. Hamilton  
Allied-Signal Aerospace Company ..... Jesse W. Hunter  
Allied-Signal Aerospace Company ..... Martin Paskoff  
Allied-Signal Aerospace Company ..... James H. Wigle  
Allied-Signal Aerospace Company ..... Calvin G. Winterstein  
Bendix Aerospace Technology Center ..... Angelo L. DeI Negro  
Bendix Aircraft Systems Company ..... Monroe B. Osmun  
Bendix Aircraft Brake and Strut Division ..... Dale F. Cranmer  
Bendix Avionics Division ..... Richard L. Grabsky  
Bendix Electric Power Division ..... Joseph J. Janovec  
Bendix Electrodynamics Division ..... Joseph M. Petrasek  
Bendix Energy Controls Division ..... David W. Dodson  
Bendix Engine Products Division ..... Mark C. Woodington  
Bendix Flight Systems Division ..... Joseph M. Klocko  
Bendix Fluid Power Division ..... Dominic J. Ernest  
Bendix Test Systems Division ..... Kenneth P. Esler  
Bendix Electronic Systems Company ..... Clive D. Pinsker  
Bendix Communications Division ..... Ronald D. Jones  
Bendix Environmental Systems Division ..... Roger A. Morin

Bendix Guidance Systems Division ..... John J. Liati  
Bendix Kansas City Division ..... H. K. Hanson  
Bendix Oceanics Division ..... Stephen M. Goldwater  
Automotive Sector ..... Robert W. Daley  
Automotive Sector ..... Stephen W. Guittard  
Automotive Sector ..... Robert H. Michaud  
Automotive Sector ..... Gregory R. Papp  
Allied Aftermarket Division ..... Joseph F. Sousa  
Autolite Division ..... Mark H. Breedlove  
Automotive Sector-Licensing ..... Doris A. Zipper  
Bendix Chassis and Brake Components Division ..... Jerry Drago  
Bendix Chassis and Brake Components Division ..... Thomas E. Fiete  
Bendix Chassis and Brake Components Division ..... Donald A. Tweedie  
Bendix Electronics ..... Herve E. Muller  
Bendix Friction Materials Division ..... Ronald D. Truppa  
Bendix Heavy Vehicle Systems ..... William F. Ohrt  
Bendix Safety Restraints Division ..... Diane E. Carlisle  
Engineered Materials Sector ..... Stanley R. Stevinson

Allied-Signal Inc.

Directors

(with Business Addresses)

<u>Name</u>	<u>Business Address</u>
Edward J. Boling	President The University of Tennessee 831 Andy Holt Tower Suite 800 Knoxville, TN 37996
Jewel Plummer Cobb	President California State University, Fullerton Fullerton, CA 92634
Eugene E. Covert	Professor and Department Head Aeronautics and Astronautics Massachusetts Institute of Technology Cambridge, MA 02139
Ralph P. Davidson	Chairman of the Executive Committee Time Inc. Time & Life Building Rockefeller Center New York, NY 10020
Donald W. Davis	Chairman The Stanley Works 1000 Stanley Drive New Britain, CT 06053
William R. Haselton	Vice Chairman of the Board * Champion International Corporation 2000 Sawgrass Village Suite 2303 Ponte Vedra Beach, FL 32082
Edward L. Hennessy, Jr.	Chairman of the Board and Chief Executive Officer Allied-Signal, Inc. Columbia Road & Park Avenue Morristown, NJ 07960

\* All mail should be directed to this address

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<u>Name</u>	<u>Business Address</u>
Paul C. Kelley, U.S.M.C. (Ret.)	6635 Madison of McLean Drive McLean, VA 22101
Robert D. Kilpatrick	Chairman and Chief Executive Officer CIGNA Corporation 1 Logan Square Philadelphia, PA 19103
Richard A. Lenon	Chairman of the Executive Committee International Minerals & Chemical Corporation 2315 Sanders Road Northbrook, IL 60062
Russell E. Palmer	Office of the Dean The Wharton School at the University of Pennsylvania 1000 Steinberg Hall-Dietrich Hall Philadelphia, PA 19104-6364
Stanley P. Porter	Post Office Box 2990 * Dallas, TX 75221
Richard R. Shinn	Executive Vice Chairman New York Stock Exchange, Inc. 11 Wall Street New York, NY 10005
Lt. Gen. Thomas P. Stafford, U.S.A.F. (Ret.)	General Technical Services, Inc. Suite 515 501 Northwest Expressway Oklahoma City, OK 73118
Delbert C. Staley	Chairman and Chief Executive Officer NYNEX Corporation 1113 Westchester Avenue White Plains, NY 10604-3510
Rawleigh Warner, Jr.	Chairman and Chief Executive Officer, Retired Mobil Corporation * 150 East 42nd Street Suite 26W001 New York, NY 10017-5666

\* All mail should be directed to this address.

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