



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00
(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 44587		2. Name of Corporation Williams Scotsman, Inc..			
3. Street Address Principal Business Office 8211 TOWN CENTER DR.			City BALTIMORE	State MD	Zip 21236
4. Business Phone No. 410-931-6000		5. State of Incorporation MARYLAND		6. SIC Code 7773	
7. Brief Description of the Character of Business Conducted in Rhode Island RENTAL AND SALES OF MOBILE OFFICE TRAILERS					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name GERARD E. HOLTHAUS			Vice President Name JOSEPH F. DONEGAN		
Street Address 3129 BLENDON RD.			Street Address 6 CONESTOGA CT.		
City BALTIMORE	State MD	Zip 21117	City MEDFORD	State N.J.	Zip 08055
Secretary Name JOHN B. ROSS			Treasurer Name SCOTT BECKER		
Street Address 13619 ALLISTON CT.			Street Address 10332 CONGRESSIONAL CT.		
City BALDWIN	State MD	Zip 21013	City ELLCOTT CITY	State MD	Zip 21042
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name GERAARD E. HOLTHAUS			Director Name JAMES N. ALEXANDER		
Street Address 3129 BLENDON RD.			Street Address 135 GLORIA CIRCLE		
City OWINGS MILLS	State MD	Zip 21117	City MENLO PARK	State CA	Zip 94025
Director Name MICHAEL F. FINLEY			Director Name STEPHEN B. GRUBER		
Street Address 200 DOUGLAS PLACE			Street Address 18 RICHBELL RD.		
City MT. VERNON	State NY	Zip 10552	City SCARSDALE	State NY	Zip 10024
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class Series	Par Value	Number of Shares	Class Series	Par Value
10,000,000	COMM	\$0.01 PAR VALUE	3,320,000	COMMON	0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



44587

File Date 1/10/05
Check No 01161386
By W.
FOR SECRETARY OF STATE USE ONLY

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 of Officer Kathleen F. Keyser Date 1/4/05
Print or Type Name of Officer
Astr. Sec
Title of Officer



Williams Scotsman, Inc.
 8211 Town Center Drive
 Baltimore, MD 21236

Rhode Island - Profit Corporation Annual Report for the year 2005
 ID#44587

Line 8: Schedule of Other Officers

Name	Home Address			Sta	Zip Co	Title
	Street Address	City				
William C. LeBuhn	3040 Oak Farm Rd.	Churchville		MD	21028	Senior Vice President
Charles R. Devlin	453 Hawthorne St.	Glenn Ellyn		IL	60137	Vice President
Dean T. Fisher	1901 Norwood Ct.	Fallston		MD	21047	Vice President
Sonney M. Taragin	6503 Greenspring Ave.	Baltimore		MD	21209	Vice President
Wayne T. McGowan	3939 Hunter Isle Dr.	Orlando		FL	32837	Vice President
Raymond E. Onofrio	25 Eastwood Dr.	Voorhees		NJ	08043	Vice President
John D. Simard	12 Ironwood Rd.	Hudson		NH	03051	Vice President
Mark G. Delaney	11818 Brush Canyon	Tomhall		TX	77375	Vice President
Joseph J. Vecchiolla	227 Thomas Manor	Forest Hill		MD	21050	Vice President
Patrick K. Potter	12 Longbottom Ct.	Kingsville		MD	21087	Controllor
Bernard G. Bena	2721 Troyer Rd.	White Hall		MD	21161	Vice President
Mark G. Pape	1528 Cottage Lane	Baltimore		MD	21286	Assistant Treasurer
Maynard G. Becker	639 Cricket Lane	McSherrystown		PA	17344	Assistant Treasurer
Gloria J. Holthaus	4324 Blakely Ave.	Baltimore		MD	21236	Assistant Secretary
Kathleen F. Keyser	13711 Milbert Ridge Dr.	Baldwin		MD	21013	Assistant Secretary
Curtis W. Caraway	1539 Plain Sight Ave.	Henderson		NV	89014	Nevada Compliance Office

Line 9. Schedule of Other Directors

Name	Home Address			Sta	Zip Co	Title
	Street Address	City				
Brian Kwait	75 Rock Maple Dr.	Greenwich		CT	06830	Director
David P. Spalding	19 Hilltop Rd.	Bronxville		NY	10538	Director



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President Name GERARD E. HOLTHAUS			Vice President Name JOSEPH F. DONEGAN		
Street Address 3129 BLENDON RD.			Street Address 6 CONESTOGA CT.		
City OWINGS MILLS	State MD	Zip 21117	City MEDFORD	State NJ	Zip 08055
Secretary Name JOHN B. ROSS			Treasurer Name JOHN C. CANTLIN		
Street Address 13619 ALLISTON CT.			Street Address 3 CHARMARAL CT		
City BALDWIN	State MD	Zip 21013	City COCKEYSVILLE	State MD	Zip 21030
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name GERARD E. HOLTHAUS			Director Name JAMES N. ALEXANDER		
Street Address 3129 BLENDON RD.			Street Address 135 GLORIA CIRCLE		
City OWINGS MILLS	State MD	Zip 21117	City MENLO PARK	State CA	Zip 94025
Director Name MICHAEL F. FINLEY			Director Name STEPHEN B. GRUBER		
Street Address 200 DOUGLAS PLACE			Street Address 18 RICH BELL RD.		
City MT. VERNON	State NY	Zip 10552	City SCARSDALE	State NY	Zip 10024
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
10,000,000 COMM \$0.01 PAR VALUE			3,320,000	COMMON	0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 4 4 5 8 7 *

File Date 2-25-04
Check No. 1094108
By: WP

FOR SECRETARY OF STATE USE ONLY

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 of Officer Mark G. Pape Date 2/18/04
Print or Type Name of Officer MARK G. PAPE
Title of Officer ASSISTANT TREASURER

Williams Scotsman, Inc.
 8211 Town Center Drive
 Baltimore, MD 21236

Rhode Island Annual Report for the Year 2004

8) Schedule of Other Directors

Name	Home Address					Title
	Street Address	City	State	Zip Code		
Brian Kwait	75 Rock Maple Dr.	Greenwich	CT	06830		Director
David P. Spalding	19 Hilltop Rd.	Bronxville	NY	10538		Director

9) Schedule of Other Officers

Name	Home Address					Title
	Street Address	City	State	Zip Code		
William C. LeBuhn	3040 Oak Farm Rd.	Churchville	MD	21028		Senior Vice President and CAO
Scott Becker	10332 Congressional Ct.	Ellicott City	MD	21042		Vice President
Charles R. Devlin	453 Hawthorne St.	Glenn Ellyn	IL	60137		Vice President
Dean T. Fisher	1901 Norwood Ct.	Fallston	MD	21047		Vice President
Sonney M. Taragin	6503 Greenspring Ave.	Baltimore	MD	21209		Vice President
Robert W. Hanson	1629 7th Ave.	Sacramento	CA	95818		Vice President
Bruce Langford	778 Spring Bloom Dr.	Millersville	MD	21108		Vice President
Wayne T. McGowan	3939 Hunter Isle Dr.	Orlando	FL	32837		Vice President
Raymond E. Onofrio	25 Eastwood Dr.	Voorhees	NJ	08043		Vice President
John D. Simard	12 Ironwood Rd.	Hudson	NH	03051		Vice President
Mark G. Delaney	11818 Brush Canyon	Tomhall	TX	77375		Vice President
Joseph J. Vecchiolla	227 Thomas Manor	Forest Hill	MD	21050		Vice President
Patrick K. Potter	12 Longbottom Ct.	Kingsville	MD	21087		Controller
Bernard G. Bena	2721 Troyer Rd.	White Hall	MD	21161		Vice President
Mark G. Pape	1528 Cottage Lane	Baltimore	MD	21286		Assistant Treasurer
Maynard G. Becker	639 Cricket Lane	McSherrystown	PA	17344		Assistant Treasurer
Gloria J. Holthaus	4324 Blakely Ave.	Baltimore	MD	21236		Assistant Secretary
Kathleen F. Keyser	13711 Milbert Ridge Dr.	Baldwin	MD	21013		Assistant Secretary
Curtis W. Caraway	1539 Plain Sight Ave.	Henderson	NV	89014		Nevada Compliance Office



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FORM MUST BE TYPED OR PRINTED IN BLACK

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3. Street Address Principal Business Office **8211 TOWN CENTER DR.** City **BALTIMORE** State **MD** Zip **21236**
4. Business Phone No. **(410) 931-6000** 5. State of Incorporation **MARYLAND** 6. SIC Code **7773**

7. Brief Description of the Character of Business Conducted in Rhode Island
LEASING & SALES OF MOBILE OFFICE TRAILERS

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

President Name GERARD E. HOLTHAUS Street Address 3129 BLENDON RD. City OWINGS MILLS State MD Zip 21117	Vice President Name JOSEPH F DONEGAN Street Address 6 CONESTOGA CT. City MEDFORD State N.J. Zip 08055
Secretary Name JOHN B. ROSS Street Address 13619 ALLISTON DR. City BALDWIN State MD Zip 21013	Treasurer Name GERARD E. HOLTHAUS (ACTING) Street Address 3129 BLENDON RD. City OWINGS MILLS State MD Zip 21117

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name GERARD E. HOLTHAUS Street Address 3129 BLENDON RD. City OWINGS MILLS State MD Zip 21117	Director Name JAMES N. ALEXANDER Street Address 135 GLORIA CIRCLE City MENLO PARK State CA Zip 94025
Director Name MICHAEL F. FINLEY Street Address 200 DOUGLAS PLACE City MT. VERNON State NY Zip 10552	Director Name STEPHEN B. GRUBER Street Address 18 RICH BELL RD. City SCARSDALE State NY Zip 10024

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
10,000,000 COMM \$01 PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
3,320,000 COMMON \$01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 4 4 5 8 7 *

File Date 2/24/03
Check No. 01009586
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] 1/23/2003
Signature of Officer Date

MARK G. PAPE
Print or Type Name of Officer

ASST. TREASURER
Title of Officer

Williams Scotsman, Inc.
 8211 Town Center Drive
 Baltimore, MD 21236

Rhode Island - Annual Report - 2003

Schedule of Other Directors

Name	Home Address	Title
Brian Kwait	75 Rock Maple Dr., Greenwich, CT 06830	Director
David P. Spalding	19 Hilltop Rd., Bronxville, NY 10538	Director

Schedule of Other Officers

Name	Home Address	Title
William C. LeBuhn	3040 Oak Farm Rd., Churchville, MD 21028	Senior Vice President and CAO
Scott Becker	10332 Congressional Ct, Ellicott City, MD 21042	Vice President
Joshua D. Bressler	440 Brightmore Downs, Alpharetta, GA 30005	Vice President
C. Richard Devlin	453 Hawthorne St., Glenn Eilyn, IL 60137	Vice President
Dean T. Fisher	1901 Norwood Ct., Fallston, MD 21047	Vice President
William G. Gessner	312 Lockhart Ct., Havre de Grace, MD 21078	Vice President
Katherine K. Giannelli	1002 Milching Dr., Bel Air, MD 21015	Vice President
Robert W. Hanson	1629 7th Ave, Sacramento, CA 95818	Vice President
Bruce Langford	778 Spring Bloom Dr., Millersville, MD 21108	Vice President
Wayne T. McGowan	3939 Hunter Isle Dr., Orlando, FL 32837	Vice President
Raymond E. Onofrio	25 Eastwood Dr., Voorhees, NJ 08043	Vice President
John D. Simard	12 Ironwood Rd., Hudson, NH 03051	Vice President
Joseph J. Vecchiolla	227 Thomas Manor, Forest Hill, MD 21050	Vice President
Glenn A. Schultz	1700 Stone Ivy Place, Bel Air, MD 21015	Controller
Mark G. Pape	1528 Cottage Lane, Baltimore, MD 21286	Assistant Treasurer
Maynard G. Becker	639 Cricket Lane, McSherrytown, PA 17344	Assistant Treasurer
Gloria J. Holthaus	4324 Blakely Ave., Baltimore, MD 21236	Assistant Secretary
Kathleen F. Keyser	318 Sunray Ct., Abingdon, MD 21009	Assistant Secretary
Jeffrey D. Deutschendor	23022 SE 290th St., Black Diamond, WA 98010	Nevada Compliance Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **44587** 2. Name of Corporation **Williams Scotsman, Inc..**
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Secretary Name JOHN B. ROSS Street Address 13619 ALLISTON DR. City BALDWIN State MD Zip 21013	Treasurer Name GERARD E. KEEFE Street Address 2 SEABERRY CT. City TIMONIUM State MD Zip 21093

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name GERARD E. HOLTHAUS Street Address 3129 BLENDON RD. City OWINGS MILLS State MD Zip 21117	Director Name JAMES N. ALEXANDER Street Address 135 GLORIA CIRCLE City MENLO PARK State CA Zip 94025
Director Name MICHAEL F. FINLEY Street Address 200 DOUGLAS PLACE City MT. VERNON State N.Y. Zip 10552	Director Name STEPHEN B. GRUBER Street Address 18 RICHBELL RD. City SCARSDALE State N.Y. Zip 10624

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
10,000,000 COMM \$.01 PAR VALUE

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
3,320,000 COMMON \$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 4 4 5 8 7 *

File Date: 2/4/02
Check No.: 921619
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 of Officer: [Signature] Date: 1/31/02
Print or Type Name of Officer: MARK G. PAPE
Title of Officer: ASST. TREASURER

8211 Town Center Drive
Baltimore, MD 21236
Rhode Island - Profit Corporation Annual Report - Year 2002

Line 8: Schedule of Other Officers

<u>Name</u>	<u>Home Address</u>	<u>Title</u>
J. Collier Beall	760 Winston Dr., Lawrenceville, GA 30244	Senior Vice President
William C. LeBuhn	3040 Oak Farm Rd., Churchville, MD 21028	Vice President
Katherine K. Giannelli	1002 Milchling Dr., Bel Air, MD 21015	Vice President
Robert W. Hanson	1629 7th Ave. Sacramento, CA 95818	Vice President
William G. Gessner	312 Lockhart Ct. Havre Grace, MD 21078	Vice President
Raymond E. Onofrio	25 Eastwood Dr., Boorhees, NJ 08043	Vice President
Bruce Langford	778 Spring Bloom Dr., Millersville, MD 21108	Vice President
John D. Simard	12 Ironwood Rd., Hudson, NH 03051	Vice President
C. Richard Devlin	453 Hawthorne St., Glenn Ellyn, IL 60137	Vice President
Wayne T. McGowan	3939 Hunter Isle Dr., Orlando, FL 32837	Vice President
Joshua D. Bressler	440 Brightmore Downs, Alpharetta, GA 30005	Vice President
Glenn A. Schultz	1700 Stone Ivy Place, Bel Air, MD 21015	Controller
Maynard G. Becker	639 Cricket Lane, McSherrytown, PA 17344	Asst. Treasurer
Mark G. Pape	1528 Cottage Lane, Baltimore, MD 21286	Asst. Treasurer
Gloria J. Holthaus	4324 Blakely Ave., Baltimore, MD 21236	Asst. Secretary
Diana M. Stopper	18 Gerwell Ct., Upper Falls, MD 21156	Asst. Secretary
Kathleen F. Keyser	318 Sunray Ct., Abingdon, MD 21009	Asst. Secretary
Chilton N. Leach	3268 Redwood St., Las Vegas, NV 89102	NV Compliance Officer

Line 9: Schedule of Other Directors

<u>Name</u>	<u>Home Address</u>
Barry P. Gossett	490 S. River Landing, Edgewater, MD 21037
Brian Kwait	5 Mountain Dr., Greenwich, CT 06830
David P. Spalding	19 Hilltop Rd., Bronxville, NY 10538



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

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Street Address
3129 BLENDON RD.
City **OWINGSMILLS** State **MD** Zip **21117**

Secretary Name
JOHN B. ROSS
Street Address
13619 ALLISTON DR.
City **BALDWIN** State **MD** Zip **21013**

Vice President Name
JOSEPH F. DONEGAN
Street Address
6 CONESTOGA DR.
City **MEDFORD** State **NJ** Zip **08055**

Treasurer Name
GERARD E. KEEFE
Street Address
2 SEABERRY CT.
City **TIMONIUM** State **MD** Zip **21093**

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name
GERARD E. HOLTHAUS
Street Address
3129 BLENDON RD.
City **OWINGSMILLS** State **MD** Zip **21117**

Director Name
BRIAN KWAIT
Street Address
5 MOUNTAIN DR.
City **GREENWICH** State **CT.** Zip **06830**

Director Name
JAMES N. ALEXANDER
Street Address
135 GLORIA CIRCLE
City **MENLO PARK** State **CA** Zip **94025**

Director Name
MICHAEL F. FINLEY
Street Address
200 DOUGLAS PLACE
City **MT. VERNON** State **NY** Zip **10552**

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
10,000,000 **COMMON** **\$.01**

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
3,320,000 **COMMON** **\$.01**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 4 4 5 8 7 *

File Date 3/5

Check No. 837707

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

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] Date 2/28/01

JOHN B. ROSS

Print or Type Name of Officer

SECRETARY - GENERAL COUNCIL
Title of Officer

Williams Scotsman, Inc.
Annual Report – State of Rhode Island
Year: 2000

Schedule of Additional Directors

Name: Daniel L. Doctoroff
Address: 309 W. 91st Street
New York, NY 10024

Name: Barry P. Gossett
Address: 490 South River Landing
Edgewater, MD 21037

Name: James L. Singleton
Address: 910 Part Ave., Apt. 8
New York, NY 10021

Name: David P. Spalding
Address: 19 Hilltop Rd.
Bronxville, NY 10538



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8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

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Secretary Name JOHN B. ROSS Street Address 8211 TOWN CENTER DRIVE City BALTIMORE State MD Zip 21236	Treasurer Name GERARD E. KEEFE Street Address 8211 TOWN CENTER DRIVE City BALTIMORE State MD Zip 21236

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name JAMES N. ALEXANDER Street Address 2460 SAND HILL ROAD, SUITE 300 City MENLO PARK State CA Zip 94025	Director Name DANIEL L. DOCTOROFF Street Address 65 EAST 55th STREET City NEW YORK State NY Zip 10022
Director Name ROBERT B. HENSKE Street Address 2460 SAND HILL ROAD, SUITE 300 City MENLO PARK State CA Zip 94025	Director Name MICHAEL F. FINLEY Street Address 65 EAST 55th STREET City NEW YORK State NY Zip 10022

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Number of Shares	Class/Series	Par Value
	10,000,000	COMMON	.01

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Number of Shares	Class/Series	Par Value
	3,320,000	COMMON	.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 4 4 5 8 7 *

File Date: 2/25/00
Check No.: 742940
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 of Officer: [Signature] Date: 2/20/00
Print or Type Name of Officer: JOHN B. ROSS
Title of Officer: SECRETARY

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999

Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

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SALE / LEASE OF MOBILE OFFICE TRAILERS

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President Name GERARD E. HOLTHAU Street Address 8211 TOWN CENTER DR City BALTIMORE State MD Zip 21236 Secretary Name JOHN B. ROSS Street Address 8211 TOWN CTR DRIVE City BALTIMORE State MD Zip 21236	Vice President Name GERARD E. KEEFE Street Address 8211 TOWN CENTER DRIVE City BALTIMORE State MD Zip 21236 Treasurer Name GERARD E. KEEFE Street Address 8211 TOWN CTR DRIVE City BALTIMORE State MD Zip 21236
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9) NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name BARRY P. BOSSETT Street Address 8211 TOWN CENTER DR City BALTIMORE State MD Zip 21236 Director Name GERARD E. HOLTHAU Street Address 8211 TOWN CENTER DR City BALTIMORE State MD Zip 21236	Director Name JAMES ALEXANDER Street Address 2460 SAND HILL ROAD, SUITE 300 City MENLO PARK State CA Zip 94025 Director Name DANIEL DOCTOROFF Street Address 65 EAST 55th STREET City NEW YORK State NY Zip 10022
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10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Number of Shares	Class/Series	Par Value
	10,000,000	COMMON	.01

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Number of Shares	Class/Series	Par Value
	3,320,000	COMMON	.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: Feb 22, 1999
Check No.: 603688
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 of Officer: Gerard E Keefe Date: 1/26/99
Print or Type Name of Officer: GERARD E. KEEFE
Title of Officer: CFO / VICE PRESIDENT

CONFIDENTIAL

WILLIAMS SCOTSMAN, INC.
8211 Town Center Drive
Baltimore, Maryland 21236
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>DIRECTOR</u>
Barry P. Gossell	8211 Town Center Drive Baltimore, MD 21236	Chairman of the Board	Chairman
Gerard E. Holthaus	8211 Town Center Drive Baltimore, MD 21236	President & Chief Executive Officer	Yes
James N. Alexander	2460 Sand Hill Road, Ste. 300 Menlo Park, CA 94025	Principal Arbor Investors, LLC	Yes
Daniel L. Doctoroff	65 East 55th Street New York, NY 10022	Managing Director Oakhill Partners, Inc.	Yes
Michael F. Finley	65 East 55th Street, 19th Floor New York, NY 10022	Principal The Cypress Group, LLC	Yes
Robert B. Henske	2460 Sand Hill Road, Ste. 300 Menlo Park, CA 94025	Principal Arbor Investors, LLC	Yes
James L. Singleton	65 East 55th Street, 19th Floor New York, NY 10022	Vice Chairman The Cypress Group, LLC	Yes
David P. Spalding	65 East 55th Street, 19th Floor New York, NY 10022	Vice Chairman The Cypress Group, LLC	Yes

CONFIDENTIAL

CONFIDENTIAL

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

CONFIDENTIAL

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>DIRECTOR</u>
Joseph F. Donegan	8211 Town Center Drive Baltimore, MD 21236	Senior Vice President Northern Division Mgr.	No
J. Collier Beall	8211 Town Center Drive Baltimore, MD 21236	Senior Vice President Southern Division Mgr.	No
Gerard E. Keefe	8211 Town Center Drive Baltimore, MD 21236	Senior Vice President, CFO & Treasurer	No
John B. Ross	8211 Town Center Drive Baltimore, MD 21236	Vice President Corporate Counsel/Secretary	No
William C. LeBuhn	8211 Town Center Drive Baltimore, MD 21236	Vice President Human Resources	No
Katherine K. Giannelli	8211 Town Center Drive Baltimore, MD 21236	Vice President/Controller	No
William J. Wyatt	8211 Town Center Drive Baltimore, MD 21236	Vice President Marketing and Sales Support	No
Robert W. Hansen	8211 Town Center Drive Baltimore, MD 21236	Vice President Western Regional Mgr.	No
Bernard J. Lenk	8211 Town Center Drive Baltimore, MD 21236	Assistant Treasurer 410-931-6096	No

CONFIDENTIAL

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>DIRECTOR</u>
Maynard G. Becker	8211 Town Center Drive Baltimore, MD 21236	Assistant Treasurer 410-931-6093	No
Marie S. Hill	8211 Town Center Drive Baltimore, MD 21236	Assistant Secretary 410-931-6104	No
Gloria J. Holt haus	8211 Town Center Drive Baltimore, MD 21236	Assistant Secretary 410-931-6124	No
Diana M. Stopper	8211 Town Center Drive Baltimore, MD 21236	Assistant Secretary 410-931-6121	No
Chilton N. Leach	8211 Town Center Drive Baltimore, MD 21236	Nevada Compliance Officer 702-798-6080	No
Scotsman Holdings	8211 Town Center Drive Baltimore, MD 21236		

CONFIDENTIAL

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **44587** 2. Name of Corporation **Willams Scotaman, Inc..**
3. Street Address Principal Business Office **8211 TOWN CENTER DRIVE** City **BALTIMORE** State **MARYLAND** Zip **21236**
4. Business Phone No. **(410) 931-6000** 5. State of Incorporation **MARYLAND** 6. SIC Code **7993 9389**

7. Brief Description of the Character of Business Conducted in Rhode Island
SALE/LEASE MOBILE OFFICE TRAILERS

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) **X**
President Name **GERARDO E. HOLTZAU** Vice President Name **GERARDO E. KEefe**
Street Address **2202 SHADY GROVE CT.** Street Address **2 SEABERRY COURT**
City **BALDWIN** State **MO.** Zip **21013** City **TIMONIUM** State **MO** Zip **21093**
Secretary Name **JOHN B. ROSS** Treasurer Name **VACANT**
Street Address **13619 ALLISTON DRIVE** Street Address
City **BALDWIN** State **MO.** Zip **21013** City State Zip

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) **X**
Director Name **BARRY P. COSSATT** Director Name **DANICE L. DOCTOROFF**
Street Address **490 SOUTH RIVER HAVEN** Street Address **309 WEST 91ST STREET**
City **EDGEWATER** State **MO** Zip **21037** City **NEW YORK** State **NK** Zip **10024**
Director Name **GERARDO E. HOLTZAU** Director Name **JAMES N. ALEXANDER**
Street Address **2202 SHADY GROVE CT.** Street Address **135 GONIA CIRCLE**
City **BALDWIN** State **MO** Zip **21013** City **MENLO PARK** State **CA.** Zip **94025**

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) 11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)
AUTHORIZED SHARES ISSUED SHARES
Number of Shares Class/Series Par Value Number of Shares Class/Series Par Value
10,000,000 **COMMON** **.01** **3,320,000** **COMMON** **.01**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: **2.19.98**
Check No.: **584380**
By: **IGP**
FOR SECRETARY OF STATE USE ONLY

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 of Officer: **Bernard J. Lonk** Date: **1/20/98**
Print or Type Name of Officer: **Bernard J. Lonk**
Title of Officer: **Assistant Treasurer**

#44587

WILLIAMS SCOTSMAN, INC.
8211 Town Center Drive
Baltimore, Maryland 21236
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

STOCK OWNERSHIP COMMON

DIRECTOR

TITLE/OFFICE PHONE/FAX

HOME ADDRESS/PHONE

NAME

Chairman

Chairman of the Board
410-931-6100
410-931-6117 - fax

490 South River Landing
Edgewater, MD 21037
410-721-1350

Barry P. Gossett
220-34-3129
DOB: 4-23-40
G230081676313-Drivers License

Yes

President &
Chief Executive Officer
410-931-6101
410-931-6117 - fax

2802 Shady Grove Ct.
Baldwin, MD 21013
410-557-9057
H432275189645-Drivers License

Gerard E. Hollhaus
215-48-9548
DOB: 8-18-49
H432275189645-Drivers License

Yes

Principal
Arbor Investors, LLC
415-234-0512
415-234-0525 - fax

135 Gloria Circle
Menlo Park, CA 94025
415-321-8898

James N. Alexander
516-60-2046
DOB: 9/25/59

Yes

Managing Director
Oakhill Partners, Inc.
212-326-1520
212-754-5468 - fax

309 West 91st Street
New York, NY 10024
212-769-2758

Daniel L. Doctoroff
385-58-8875
DOB: 7/11/58

Yes

Principal
The Cypress Group, LLC
212-705-0156
212-705-0199 - fax

200 Douglas Place
Mt. Vernon, NY 10552
914-664 6577

Michael F. Finley
473-88-2134
DOB: 1/5/62

CONFIDENTIAL

CONFIDENTIAL

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

STOCK
OWNERSHIP
COMMON

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE, PHONE/FAX</u>	<u>DIRECIOR</u>
Robert B. Henske 492-52-5521 DOB: 6/12/61	133 Ridgeway Road Hillsborough, CA 97010 415-348-6000	Principal Arbor Investors, LLC 415-234-0524 415-234-0525 - fax	Yes
James L. Singleton 136-48-4923 DOB: 11/28/55	177 East 75th Street, Apt. 19B New York, NY 10021 212-794-1775	Vice Chairman The Cypress Group, LLC 212-705-0153 212-705-0199 - fax	Yes
David P. Spalding 403-84-7141 DOB: 5/16/54	19 Hilltop Road Bronxville, NY 10538 914-337-8233	Vice Chairman The Cypress Group, LLC 212-705-0154 212-705-0199 - fax	Yes
Joseph F. Donegan 157-44-1875 DOB: 9-17-50	6 Conestoga Court Medford, NJ 08055 609-953-9058	Senior Vice President Northern Division Mgr. 609-767-1500 609-753-0260 - fax	No
J. Collier Beall 256-72-5849 DOB: 3-14-48	760 Winston Drive Lawrenceville, GA 30244 404-972-3506	Senior Vice President Southern Division Mgr. 770-995-5070 770-513-1736 - fax	No

CONFIDENTIAL

CONFIDENTIAL

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

STOCK
OWNERSHIP
COMMON

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>
Gerard E. Keefe 213-70-7114 DOB: 9-16-56 K100275189719-Drivers License	2 Seaberry Court Timonium, MD 21093 410-252-4732	Senior Vice President, CFO & Treasurer 410-931-6108 410-931-6117 - fax	No
John B. Ross 265-80-2613 DOB: 5-24-48 R200429098391-Drivers License	13619 Alliston Drive Baldwin, MD 21013 410-592-8638	Vice President Corporate Counsel/Secretary 410-931-6105 410-931-6117 - fax	No
William C. LeBuhn 213-50-3317 DOB: 10-2-62	3706 Greenspring Drive Ilavre de Grace, MD 21078 410-734-7640	Vice President Human Resources 410-931-6106 410-931-6117 - fax	No
Katherine K. Giannelli 213-52-9124 DOB: 10-31-60	1002 Mitchling Drive Bel Air, MD 21015 410-836-7614	Vice President/Controller 410-931-6171 410-931-6113 - fax	No
William J. Wyatt 405-52-0166 DOB: 12-30-39	12610 Kernwood Lane Bowie, MD 20715 301-262-1253	Vice President Marketing and Sales Support 410-931-6107 410-931-6047 - fax	No

CONFIDENTIAL

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

CONFIDENTIAL

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

STOCK
OWNERSHIP
COMMON

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE/PHONE/FAX</u>	<u>DIRECTOR</u>
Robert W. Hansen 560-13-3120 DOB: 10-29-56	1013 Cleveland Street Woodland, CA 95695 916-666-7037	Vice President Western Regional Mgr. 707-451-3080 707-451-3803 - fax	No
Bernard J. Lenk 173-32-2001 DOB: 2-14-41	1339 Blackwalnut Ct. Annapolis, MD 21403 410-268-4581	Assistant Treasurer 410-931-6096 410-931-6030 - fax	No
Maynard G. Becker 179-38-0921 DOB: 6-14-47	639 Cricket Lane McSherrytown, PA 17344 717-637-2054	Assistant Treasurer 410-931-6093 410-931-6030 - fax	No
Marie S. Hill 217-40-6585 DOB: 8-31-45	2003 Tiffany Terrace Forest Hill, MD 21050 410-803-9456	Assistant Secretary 410-931-6104 410-931-6117 - fax	No
Gloria J. Holthaus 214-50-0814 DOB: 10-2-48	4324 Blakely Avenue Baltimore, MD 21236 410-931-0596	Assistant Secretary 410-931-6124 410-931-6117 - fax	No
Diana M. Stopper 162-38-8023 DOB: 11-2-47	18 Gerwell Court Upper Falls, MD 21156 410-592-6482	Assistant Secretary 410-931-6121 410-931-6117 - fax	No

CONFIDENTIAL

CONFIDENTIAL

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

STOCK
OWNERSHIP
COMMON

NAME HOME ADDRESS/PHONE TITLE/OFFICE/PHONE/FAX DIRECTOR

Chilton N. Leach
585-34-1397
DOB: 9-13-49

3268 Redwood Street
Las Vegas, NV 89102
702-222-0768

Nevada Compliance Officer
702-798-6080
702-798-6163 - fax

No

Scotsman Holdings

8211 Town Center Drive
Baltimore, MD 21236

100%



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No **44587** 2. Name of Corporation **The Scotsman Group, Inc.**
3. Street Address Principal Business Office **8211 TOWN CENTER DRIVE** City **BALTIMORE** State **MO.** Zip **21236**
4. Business Phone No **(410) 931-6000** 5. State of Incorporation **MARYLAND** 6. SIC Code

7. Brief Description of the Character of Business Conducted in Rhode Island
SALE / LEASE MOBILE OFFICE TRAILERS

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name GERARD HOLTHAUS Street Address 2802 SHADY GROVE CK. City BALDWIN State MO. Zip 21013	Vice President Name MARIETTA F. ADAMO Street Address 12938 HANFORD ROAD City HYDES State MO Zip 21082
Secretary Name JOHN B. ROSS Street Address 13619 ANNISTON RD City BALDWIN State MO. Zip 21013	Treasurer Name VACANT Street Address City State Zip

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name STEPHEN BENDER Street Address 1050 PARK AVENUE City NEW YORK State NY Zip 10028	Director Name BRIAN KWAIT Street Address 137 CATROCK ROAD City COS COB. State CT Zip 06807
Director Name MUZZAFAR MINZA Street Address 36 DUBLIN HILL ROAD City GREENWICH State CT. Zip 06830	Director Name BARRY P. GOSSETT Street Address 490 SOUTH RIVER LANDING City EDGEWATER State MO. Zip 21037

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
10,000,000	COMMON	\$.01	3,320,000	COMMON	\$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 4 4 5 8 7 *

File Date: 2/27/97
Check No.: 457152
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] 2/10/97
Signature of Officer Date

JOHN B. ROSS
Print or Type Name of Officer

SECRETARY
Title of Officer

WILLIAMS SCOTSMAN, INC.
 8211 Town Center Drive
 Baltimore, Maryland 21236
 (Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
Stephen Berger 059-32-0737	1050 Park Avenue New York, NY 10028 212-876-7778	General Partner Odyssey Partners 212-708-0650 212-708-0750 - fax	Yes	
Muzzafar Mirza 549-57-9566	36 Dublin Hill Road Greenwich, CT 06830 203-622-7458	Odyssey Partners 212-708-0672 212-708-0750 - fax	Yes	
Brian Kwait 299-40-7496	137 Calrock Road Cos Cob, CT 06807 203-861-9662	Odyssey Partners 212-708-0685 212-709-0750 - fax	Yes	
Barry P. Gosselt 220-34-3129	490 South River Landing Edgewater, MD 21037 410-721-1350	Chief Executive Officer 410-931-6100 410-931-6117 - fax	Chairman	
Gerard E. Holthaus 215-48-9548	2802 Shady Grove Ct. Baldwin, MD 21013 410-557-9057	President Chief Operating Officer 410-931-6101 410-931-6117 - fax	Yes	

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
Marietta F. Adamo 220-62-0296	12938 Harford Road Hydes, MD 21082 410-592-3561	Executive Vice President Administration/Asst. Secretary 410-931-6102 410-931-6117 - fax	No	
William H. Ryan 174-38-4763	2404 Burnham Drive Fallston, MD 21047 410-877-2939	Vice President Customer Dev. Services 410-931-6103 410-931-6117 - fax	No	
Katherine K. Giannelli 213-52-9124	1002 Michling Drive Bel Air, MD 21015 410-836-7614	Vice President/Controller 410-931-6171 410-931-6113 - fax	No	
William C. LeBuhn 213-50-3317	3706 Greenspring Drive Havre de Grace, MD 21078 410-734-7640	Vice President Human Resources 410-931-6106 410-931-6117 - fax	No	
Gerard E. Keefe 213-70-7114	2 Seaberry Court Timonium, MD 21093 410-252-4732	Vice President Fleel and Finance 410-931-6108 410-931-6117 - fax	No	

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
John B. Ross 265-80-2613	13619 Alliston Drive Baldwin, MD 21013 410-592-8638	Vice President Corporate Counsel/Secretary 410-931-6105 410-931-6117 - fax	No	
William J. Wyatt 405-52-0166	12610 Kernwood Lane Bowie, MD 20715 301-262-1253	Vice President Marketing and Sales Support 410-931-6107 410-931-6047 - fax	No	
Joseph F. Donegan 157-44-1875	6 Conestoga Court Medford, NJ 08055 609-953-9058	Vice President Northeastern Regional Mgr. 609-767-1500 609-753-0260 - fax	No	
J. Collier Beall 256-72-5849	760 Winston Drive Lawrenceville, GA 30244 404-972-3506	Vice President Southeastern Regional Mgr. 770-995-5070 770-513-1736 - fax	No	
James D. Funk 353-36-8101	1940 Brentwood Lane East Wheaton, IL 60187 708-682-8673	Vice President Midwestern Regional Mgr. 708-293-0095 708-293-3015	No	

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
Robert W. Hansen 560-13-3120	1013 Cleveland Street Woodland, CA 95695 916-666-7037	Vice President Western Regional Mgr. 707-451-3080 707-451-3803 - fax	No	
Bernard J. Lenk 173-32-2001	1339 Blackwalnut Ct. Annapolis, MD 21403 410-268-4581	Assistant Treasurer 410-931-6096 410-931-6030 - fax	No	
Maynard G. Becker 179-38-0921	639 Cricket Lane McSherrytown, PA 17344 717-637-2054	Assistant Treasurer 410-931-6093 410-931-6030 - fax	No	
Marie S. Hill 217-40-6585	9808 Forge Park Road Perry Hall, MD 21128 410-256-7355	Assistant Secretary 410-931-6104 410-931-6117 - fax	No	
Gloria J. Holt haus 214-50-0814	4324 Blakely Avenue Baltimore, MD 21236 410-931-0596	Assistant Secretary 410-931-6124 410-931-6117 - fax	No	
Diana M. Stopper 162-38-8023	18 Gerwell Court Upper Falls, MD 21156 410-592-6482	Assistant Secretary 410-931-6121 410-931-6117 - fax	No	

WILLIAMS SCOTSMAN, INC.
(Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
Chilton N. Leach 585-34-1397 Scotsman Holdings	3268 Redwood Street Las Vegas, NV 89102 702-222-0768	Nevada Compliance Officer 702-798-6080 702-798-6163 - fax	No	100%
	8211 Town Center Drive Baltimore, MD 21236			

**PROFIT CORPORATON
ANNUAL REPORT**

1996



State of Rhode Island and Providence Plantations
James R. Langevin, Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903 1335 • (401) 277-3040

Filing Period: January 1-March 1
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1 CORPORATE ID NO: 0044587
2 NAME OF CORPORATION: THE SCOTSMAN GROUP, Inc.
3 STREET ADDRESS PRINCIPAL BUSINESS OFFICE: 8211 TOWN CENTER DRIVE
CITY: BALTIMORE
STATE: MD.
ZIP CODE: 21236
4 BUSINESS PHONE NO: (410) 931-6000
5 STATE OF INCORPORATION: MD.
6 S-C CODE: 1359

7 BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND:
SALE/LEASE MOBILE OFFICE TRAILERS

8. NAMES AND ADDRESSES OF THE OFFICERS

PRESIDENT NAME: See Schedule Attached
VICE PRESIDENT NAME:
STREET ADDRESS:
CITY: STATE: ZIP CODE: CITY: STATE: ZIP CODE:
SECRETARY NAME: TREASURER NAME:
STREET ADDRESS: STREET ADDRESS:
CITY: STATE: ZIP CODE: CITY: STATE: ZIP CODE:

9. NAMES AND ADDRESSES OF THE DIRECTORS

DIRECTOR NAME: See Schedule Attached
DIRECTOR NAME:
STREET ADDRESS: STREET ADDRESS:
CITY: STATE: ZIP CODE: CITY: STATE: ZIP CODE:
DIRECTOR NAME: DIRECTOR NAME:
STREET ADDRESS: STREET ADDRESS:
CITY: STATE: ZIP CODE: CITY: STATE: ZIP CODE:

10. SHARES AUTHORIZED AND ISSUED

NUMBER OF SHARES	AUTHORIZED SHARES		NUMBER OF SHARES	ISSUED SHARES	
	CLASS / SERIES	PAR VALUE		CLASS / SERIES	PAR VALUE
10,000,000	Common	\$.01	3,320,000	Common	\$.01

This report must be **SIGNED IN INK** by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

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.

File Date:

2/19/96

Check No:

424802

By:

[Signature]

For Secretary of State Use Only

[Signature]
Signature of Officer

BERNARD J. LOUIS
Print or Type Name of Officer

ASSISTANT TREASURER
Title of Officer

8-19-96
Date

THE SCOTSMAN GROUP, INC.
 8211 Town Center Drive
 Baltimore, Maryland 21236
 (Incorporated 8/18/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

NAME	HOME ADDRESS/PHONE	TITLE/OFFICE/PHONE/FAX	DIRECTOR	STOCK OWNERSHIP COMMON
Stephen Berger 659-32-0737	1050 Park Avenue New York, NY 10028 212 876-7778	General Partner Odyssey Partners 212-708-0650 212-708-0750 - fax	Yes	
Auzzafar Mirza 49-57-9566	36 Dublin Hill Road Greenwich, CT 06830 203 622-7458	Odyssey Partners 212-708-0672 212-708-0750 - fax	Yes	
John Kwalt 699-40-7496	137 Catlock Road Cos Cob, CT 06807 203-861-9662	Odyssey Partners 212-708-0685 212-709-0750 - fax	Yes	
Jerry P. Gossell 220-34-3129	490 South River Landing Edgewater, MD 21037 410-721-1350	Chief Executive Officer 410-931-6100 410-931-6117 - fax	Chairman	
Bernard E. Hollhaus 215-48-9548	2802 Shady Grove Ct. Baldwin, MD 21013 410-557-9057	President Chief Operating Officer 410 931-6101 410 931-6117 - fax	Yes	

Handwritten signature or stamp

THE SCOTSMAN GROUP, INC.
(Incorporated 8/15/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

NAME	HOME ADDRESS/PHONE	TITLE/OFFICE PHONE/FAX	DIRECTOR	STOCK OWNERSHIP COMMON
Marletta F. Adarno 220-62-0296	12938 Harford Road Hydes, MD 21082 410-592-3561	Executive Vice President Administration/Asst. Secretary 410-931-6102 410-931-6117 - fax	No	
William H. Ryan 174-38-4763	2404 Burnham Drive Fallston, MD 21047 410-877-2939	Vice President Customer Dev. Services 410-931-6103 410-931-6117 - fax	No	
Katherine K. Giannelli 213-52-9124	1002 Mitcliffing Drive Bel Air, MD 21015 410-836-7614	Vice President/Controller 410-931-6171 410-931-6113 - fax	No	
William C. LeBuhn 213-50-3317	3706 Greenspring Drive Havre de Grace, MD 21078 410-734-7640	Vice President Human Resources 410-931-6106 410-931-6117 - fax	No	
Gerard E. Keefe 213-70-7114	2 Seaberry Court Timonium, MD 21093 410-252-4732	Vice President Fleet and Finance 410-931-6108 410-931-6117 - fax	No	

THE SCOTSMAN GROUP, INC.
(Incorporated 8/15/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

NAME	HOME ADDRESS/PHONE	TITLE/OFFICE/PHONE/FAX	DIRECTOR	STOCK OWNERSHIP COMMON
John B. Ross 265-80-2613	13619 Allison Drive Baldwin, MD 21013 410-592-8638	Vice President Corporate Counsel/Secretary 410-931-6105 410-931-6117 - fax	No	
William J. Wyatt 405-52-0166	12610 Kennwood Lane Bowie, MD 20715 301-262-1253	Vice President Marketing and Sales Support 410-931-6107 410-931-6047 - fax	No	
Joseph F. Donegan 157-44-1875	6 Conestoga Court Medford, NJ 08055 609-953-9058	Vice President Northeastern Regional Mgr. 609-767-1500 609-753-0260 - fax	No	
J. Collier Beall 256-72-5849	760 Winston Drive Lawrenceville, GA 30244 404-972-3506	Vice President Southeastern Regional Mgr. 770-995-5070 770-513-1736 - fax	No	
James D. Funk 353-36-8101	1940 Brentwood Lane East Wheaton, IL 60187 708-682-8673	Vice President Midwestern Regional Mgr. 708-293-0095 708-293-3015	No	

THE SCOTSMAN GROUP, INC.
(Incorporated 8/15/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

NAME	HOME ADDRESS/PHONE	TITLE/OFFICE PHONE/FAX	DIRECTOR	STOCK OWNERSHIP COMMON
Robert W. Hansen 560-13-3120	1013 Cleveland Street Woodland, CA 95695 916-666-7037	Vice President Western Regional Mgr. 707-451-3080 707-451-3803 - fax	No	
Bernard J. Leuk 173-32-2001	1339 Blackwalnut Ct. Annapolis, MD 21403 410-268-4581	Assistant Treasurer 410-931-6096 410-931-6030 - fax	No	
Maynard G. Becker 179-38-0921	639 Cricket Lane McSherrytown, PA 17344 717-637-2054	Assistant Treasurer 410-931-6093 410-931-6030 - fax	No	
Marie S. Hill 217-40-6585	9808 Forge Park Road Perry Hall, MD 21128 410-256-7355	Assistant Secretary 410-931-6104 410-931-6117 - fax	No	
Gloria J. Holtbaus 214-50-0814	4324 Blakely Avenue Ballimore, MD 21236 410-931-0596	Assistant Secretary 410-931-6124 410-931-6117 - fax	No	
Diana M. Stopper 162-38-8023	18 Getwell Court Upper Falls, MD 21156 410-592-6482	Assistant Secretary 410-931-6121 410-931-6117 - fax	No	

THE SCOTSMAN GROUP, INC.
(Incorporated 8/15/1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

NAME	HOME ADDRESS/PHONE	TITLE/OFFICE/PHONE/FAX	DIRECTOR	STOCK OWNERSHIP COMMON
Chilton N. Leach 585-34-1397	3268 Redwood Street Las Vegas, NV 89102 702-222-0768	Nevada Compliance Officer 702-798-6080 702-798-6163 - fax	No	
Scotsman Holdings	8211 Town Center Drive Baltimore, MD 21236			100%

ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.

Corporate ID: 0014587 Annual Report for the year: 1995

Name of Corporation: The Scotsman Group, Inc.

Business entity organized under the laws of the State of: MD

Business Entity is (check one):

For foreign entity, address and telephone number of principal office:

Business Corporation (See RIGL Chapter 7-1.1)

THE SCOTSMAN GROUP, INC.
 8211 TOWN CENTER DRIVE
 BALTIMORE, MD 21236

Professional Service Corporation (See RIGL Chapter 7-5.1)

Phone: (410) 931-6000

Brief statement of the character of business conducted in Rhode Island:

Sale lease mobile & modular offices

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not PO. Box):

None

Phone: ()

THE NAMES OF THE OFFICERS ARE:

OFFICER	STREET ADDRESS	CITY/STATE	ZIP CODE
PRESIDENT			
VICE PRESIDENT			
SECRETARY	SEE SCHEDULE ATTACHED		
TREASURER			

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
	SEE SCHEDULE ATTACHED		

NUMBER OF SHARES AUTHORIZED (Rider may be attached)		NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)	
Number of Shares	Class / Series	Number of Shares	Class / Series

Date: MARCH 13 1995

By: John B. Ross
 JOHN B. ROSS
 VICE PRESIDENT

Form 31 1995

DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

PRENTICE-HALL CORP SYSTEM
 170 WESTMINSTER STREET, SUITE 900
 PROVIDENCE RI 02902

CH# 290512
 MME

THE SCOTSMAN GROUP, INC.
8211 Town Center Drive
Baltimore, Maryland 21236
(Incorporated 8/18/1955-Maryland)

CONFIDENTIALSCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>DIRECTOR</u>
Stephen Berger	31 West 52nd Street 17th Floor New York, NY 10019	General Partner Odyssey Partners	Chairman
Muzzi Mirza	31 West 52nd Street 17th Floor New York, NY 10019	Odyssey Partners	Yes
Brian Kwait	31 West 52nd Street 17th Floor New York, NY 10019	Odyssey Partners	Yes
Barry P. Gossett	8211 Town Center Drive Baltimore, MD 21236	Chief Executive Officer/President	Vice Chairman
Marietta F. Adamo	8211 Town Center Drive Baltimore, MD 21236	Executive Vice President, Administration/Secretary	No
Gerard E. Holthaus	2802 Shady Grove Court Baldwin, MD 21013	Executive Vice President Chief Financial Officer	Yes

CONFIDENTIAL

CONFIDENTIAL

THE SCOTSMAN GROUP, INC.
(Incorporated 8/15/1955-Maryland)

CONFIDENTIAL

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>DIRECTOR</u>
William H. Ryan	8211 Town Center Drive Baltimore, MD 212367	Vice President, Customer Devopment Services	No
Katherine K. Giannelli	8211 Town Center Drive Bel Air, MD 21014	Controller	No
William C. LeBuhn	8211 Town Center Drive Baltimore, MD 21236	Vice President, Human Resources	No
Gerard E. Keefe	8211 Town Center Drive Baltimore, MD 21236	Vice President, Fleet and Finance	No
John B. Ross	8211 Town Center Drive Baltimore, MD 21236	Vice President, Corporate Counsel	No
Marie S. Hill	8211 Town Center Drive Baltimore, MD 21236	Assistant Secretary	No
Gloria Holthaus	8211 Town Center Drive Baltimore, MD 21236	Assistant Secretary	No
Scotsman Holdings	8211 Town Center Drive Baltimore, MD 21236		

Filing Fee \$50.00
Payable to:
Secretary of State

PLEASE TYPE or PRINT *CJ # 239815 MHC*
State of Rhode Island and Providence Plantations
Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335
401-277-3040 *#50.00*

File Annually
LLC Sept. 1 - Nov. 1
CORP Jan. 1 - March 1

Corporate ID: 0044567 Annual Report for the year: 1994
Name of Business Entity: The Scotsman Group, Inc.

Business entity organized under the laws of the State of MD
Federal Taxpayer Identification Number: [REDACTED]
For foreign entity, address and telephone number of principal office:
THE Scotsman Group, Inc.
8111 TOWN CENTER DRIVE
BALTIMORE, MD 21236
Phone: (410) 931-6000
Address and telephone of the principal office of business entity in Rhode
Island (Provide street address - Not P.O. Box):
NONE
Phone ()

Business Entity is (check one):
 Business Corporation (See RIGL Chapter 7-1-1)
 Professional Service Corporation (See RIGL Chapter 7-5-1)
 Limited Liability Company (See RIGL 7-16)
Name, title and mailing address of contact person to whom
communications may be directed:
PRENTICE-HALL CORP. SYSTEM
170 WESTMINSTER STREET, SUITE 900
PROVIDENCE, RI 02903
Brief statement of the character of business conducted in Rhode Island:
SALE/LEASE MOBILE & MODULAR
OFFICES
Date of Organization 8/18/55
Date of Qualification to do business in Rhode Island (if foreign entity)
9/15/87

THE NAMES OF THE OFFICERS ARE:

OFFICE	NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
<input type="checkbox"/> CHIEF EXECUTIVE OFFICER OR <input type="checkbox"/> PRESIDENT (SEE RIGL 7-1-1)				
<input type="checkbox"/> CHIEF OPERATING OFFICER OR <input type="checkbox"/> VICE PRESIDENT (SEE RIGL 7-1-1)				
<input type="checkbox"/> CUSTODIAN OF RECORDS OR <input type="checkbox"/> SECRETARY (SEE RIGL 7-1-1)				
<input type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input type="checkbox"/> TREASURER (SEE RIGL 7-1-1)				

SEE SCHEDULE ATTACHED

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

SEE SCHEDULE ATTACHED

NUMBER OF SHARES AUTHORIZED (If Applicable)	NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)
NUMBER <u>10,000,000</u>	NUMBER <u>3,320,000</u>
CLASS <u>COMMON</u>	CLASS <u>COMMON</u>
SERIES <u>NONE</u>	SERIES <u>NONE</u>
PAR VALUE OR WITHOUT PAR <u>\$.01</u>	PAR VALUE OR WITHOUT PAR <u>\$.01</u>

Date 2/29 19 94
By: [Signature]
Peter L. Heumann
PRINTED OR NAME OF OFFICER SIGNING
Treasurer
TITLE OF OFFICER SIGNING

Form 311 (7/94)
DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:
PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

PRENTICE-HALL CORP SYSTEM
170 WESTMINSTER STREET, SUITE 900
PROVIDENCE RI 02903

FILED
APR 6 1994

THE SCOTSMAN GROUP, INC.
8211 Town Center Drive
Baltimore, Maryland 21236
(Incorporated 8/18/1955-Maryland)

CONFIDENTIAL

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK!</u>	<u>OWNERSHIP!</u>	<u>COMMON!</u>
Stephen Berger	1050 Park Avenue New York, NY 10028 !212-876-7778!	General Partner Odyssey Partners !212-708-0600! !212-708-0750!	Chairman			
Muzzi Mirza	590 West End Avenue Apt. 11D New York, NY 10024	Odyssey Partners !212-708-0672! !212-708-0750 - fax!	Yes			
Brian Kwait	254 East 68th Street New York, NY 10021	Odyssey Partners !212-708-0685! !212-708-0750 - fax!	Yes			
Barry P. Gossett !220-34-3129!	490 South River Landing Edgewater, MD 21037 !410-721-1350!	Chief Executive Officer/President !410-931-6100! !410-931-6117 - fax!	Vice Chairman			
John N. Zinsmaster !298-44-7701!	1104 Bellevista Court Severna Park, MD 21146 !410-647-9321!	Executive Vice President/ Chief Financial Officer !410-931-6108! !410-931-6117 - fax!	Yes			
Marietta F. Adamo !220-62-0296!	12938 Harford Road Hydes, MD 21082 !410-592-3561!	Executive Vice President, Administration/Secretary !410-931-6102! !410-931-6117 - fax!	No			

THE SCOTSMAN GROUP, INC.
(Incorporated 8/15/1955-Maryland)

CONFIDENTIAL

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK!</u>	<u>OWNERSHIP!</u>	<u>COMMON!</u>
William H. Ryan !174-38-4763!	2404 Burnham Drive Fallston, MD 21047 !410-877-2939!	Vice President, Scotsman Buildings !410-931-6112! !410-931-6115 - fax!	No			
Peter L. Heumann !351-36-2041!	256 Hunter Ridge Road Timonium, MD 21093 !410-628-2245!	Treasurer !410-931-6105! !410-931-6117 - fax!	No			
Katherine K. Giannelli !213-52-9124!	1002 Milchling Drive Bel Air, MD 21014 !410-836-7614!	Controller !410-931-6171! !410-931-6113 - fax!	No			
Marie S. Hill !217-40-6585!	9808 Forge Park Road Perry Hall, MD 21128 !410-256-7355!	Assistant Secretary !410-931-6104! !410-931-6117 - fax!	No			
Gloria Holthaus !214-50-0814!	4324 Blakely Avenue Baltimore, MD 21236 !410-931-0596!	Assistant Secretary !410-931-6124! !410-931-6117 - fax!	No			
Scotsman Holdings	8211 Town Center Drive Baltimore, MD 21236					!100%!

Filing Fee \$50.00

150445 9/12

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0044587 Annual Report for the year 1993

FIRST: The name of the corporation is The Scotsman Group, Inc.

SECOND: It is incorporated under the laws of MARYLAND

THIRD: Character of business, briefly stated, is SALE/LEASE MOBILE & MODULAR OFFICES

FOURTH: If foreign corporation, address of its principal office 8211 TOWN CENTER DRIVE BALTIMORE, MD. 21236.

FIFTH: Business address in Rhode Island NONE

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

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	<u>SEE SCHEDULE ATTACHED</u>
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000,000</u>	<u>COMMON</u>	<u>N/A</u>	<u>\$.10</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>3,385</u>	<u>COMMON</u>	<u>N/A</u>	<u>.10</u>

PAID

MAR 08 1993

SECRETARY OF STATE

Dated 3/3 19 93

THE SCOTSMAN GROUP, INC.
(Name of Corporation)

By [Signature]

Title Treasurer

(Report must be signed by an officer)

CONFIDENTIAL

02/24/93
(4510T*)

THE SCOTSMAN GROUP, INC.
8211 Town Center Drive
Baltimore, Maryland 21236
(Incorporated 1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP COMMON</u>
Trkja Family Trust	707 Wilshire Blvd. Los Angeles, CA 90017	First Interstate Bank of California (Trustees)		12945 Shares!
Trace Butler !255-06-5321!	P.O. Box 10627 Marina Del Rey, CA 90295 !213-306-7723!	Vice President First Interstate Bank !213-614-5763! !213-614-3282 - fax!	Chairman	
Edward Eyre !322-86-1923!	3201 Pacific Avenue Manhattan Beach, CA 90266 !213-545-5096!	Senior Vice President First Interstate Bank !213-614-3975! !213-614-2971 - fax!	Yes	
Vern Kozlen !569-56-6463!	3530 Valley Meadow Road Sherman Oaks, CA 91403 !818-995-3161!	Senior Vice President First Interstate Bank !213-614-4895! !213-614-4904 - fax!	Yes	
Deborah Kay Trkja !545-86-2508!	30130 Cabrillo Avenue Temecula, CA 92591 !714-699-9044!		Yes	
Barry P. Gossett !220-34-3129!	490 South River Landing Edgewater, MD 21037 !410-721-1350!	Chief Executive Officer/President !410-931-6100! !410-931-6117 - fax!	Vice Chairman	! 375 Shares!
John N. Zinsmaster !298-44-7701!	1104 Bellevista Court Severna Park, MD 21146 !410-647-9321!	Executive Vice President/ Chief Financial Officer !410-931-6108! !410-931-6117 - fax!	Yes	

THE SCOTSMAN GROUP, INC.
 (Incorporated 1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK!</u> <u>OWNERSHIP!</u> <u>COMMON !</u>
Simon E. Dragan !216-62-9313!	12714 Lee Ben Road Kingsville, MD 21087 !410-592-3166!	Executive Vice President, Scotsman Buildings !410-931-6101! !410-931-6117 - fax!	No	! 65 Shares!
Marietta F. Adamo !220-62-0296!	12938 Harford Road Hydes, MD 21082 !410-592-3561!	Executive Vice President, Administration/Secretary !410-931-6102! !410-931-6117 -- fax!	No	
Robert Augustine !543-34-0549!	1931 Cobbleheld Way Glendora, CA 91740 !818-914-5603!	Vice President, Scotsman Buildings-West !310-529-3330! !310-790-2323 - fax!	No	
Patricia G. Daugherty !457-92-1412!	12392 Christy Lane Rossmore, CA 90720 !213-598-2262!	Vice President, Human Resources !310-790-2355! !310-529-3378 - fax!	No	
David L. Preston !562-64-1495!	7019 Bacmoral Drive Ft. Wayne, IN 46804 !219-436-3548!	Vice President, Manufacturing-East !219-723-5131! !219-723-6949 - fax!	No	

CONFIDENTIAL

THE SCOTSMAN GROUP, INC.
 (Incorporated 1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/PHONE</u>	<u>TITLE/OFFICE PHONE/FAX</u>	<u>DIRECTOR</u>	<u>STOCK!</u>	<u>OWNERSHIP!</u>	<u>COMMON !</u>
William H. Ryan !174-38-4763!	2404 Burnham Drive Fallston, MD 21047 !410-877-2939!	Vice President, Scotsman Buildings !410-931-6112! !410-931-6115 - fax!	No			
Peter L. Heumann !351-36-2041!	9 Sunnyvale Court Hunt Valley, MD 21030 !410-628-2245!	Treasurer !410-931-6105! !410-931-6117 - fax!	No			
Katherine K. Giannelli !213-52-9124!	1002 Milchling Drive Bel Air, MD 21014 !410-836-7614!	Controller !410-931-6171! !410-931-6113 - fax!	No			
Marie S. Hill !217-40-6585!	9808 Forge Park Road Perry Hall, MD 21128 !410-256-7355!	Admin. Manager !410-931-6104! !410-931-6117 - fax!	No			
Gloria Holthaus !214-50-0814!	4324 Blakely Avenue Baltimore, MD 21236 !410-931-0596!	Assistant Secretary !410-931-6124! !410-931-6117 - fax!	No			

CONFIDENTIAL

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 44587 Annual Report for the year 1991

FIRST: The name of the corporation is The Scotsman Group, Inc.

SECOND: It is incorporated under the laws of Maryland

THIRD: Character of business, briefly stated, is mfg./sale/lease mobile & modular offices

FOURTH: If foreign corporation, address of its principal office. 8211 Town Center Drive
Baltimore, MD 21236

FIFTH: Business address in Rhode Island N/A

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

Name	Office	Address (including number, street, zip code)
<u>See Attached</u>	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

PAID
JUN 11 1992
CLERK OF STATE

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000,000</u>	<u>Common</u>	<u>N/A</u>	<u>\$.10</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>3385</u>	<u>Common</u>	<u>N/A</u>	<u>\$.10</u>

Dated May 27 1992

The Scotsman Group, Inc.
(Name of Corporation)

By [Signature]

Title Treasurer

(Report must be signed by an officer)

CONFIDENTIAL

01/06/92
(4510T*)

THE SCOTSMAN GROUP, INC.
8211 Town Center Drive
Baltimore, Maryland 21236
(Incorporated 1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>
Trkja Family Trust	707 Wilshire Blvd. Los Angeles, CA 90017	First Interstate Bank of California (Trustees)	
Trace Butler	P.O. Box 10627 Marina Del Rey, CA 90295	Vice President First Interstate Bank	Chairman
Edward Eyre	3201 Pacific Avenue Manhattan Beach, CA 90266	Senior Vice President First Interstate Bank	Yes
Albert Leland	3141 Buckingham Road Glendale, CA 91206	Senior V.P. & Division Manager - Personal Trust & Investment Division - First Interstate Bank	Yes
Deborah Kay Trkja	8561 West Lilac Road Escondido, CA 92026		Yes
Barry P. Gossett	490 South River Landing Edgewater, MD 21037	Chief Executive Officer/President	Vice Chairman
John N. Zinsmaster	1104 Bellevista Court Severna Park, MD 21146	Executive Vice President/ Chief Financial Officer	Yes

THE SCOTSMAN GROUP, INC.
(Incorporated 1995-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>
Simon E. Dragan	12714 Lee Ben Road Kingsville, MD 21087	Executive Vice President, Scotsman Buildings	No
Stuart A. Kunicki	601 Seldon Drive Winchester, VA 22601	Executive Vice President, Mobile Offices	No
Marietta F. Adamo	3921 Klausmier Road Baltimore, MD 21236	Executive Vice President, Administration/ Secretary	No
Robert Augustine	1931 Cobbleheld Way Glendora, CA 91740	Vice President, Scotsman Buildings-West	No
Patricia G. Daugherty	12392 Christy Lane Rossmoor, CA 90720	Vice President, Human Resources	No
David L. Preston	5407 Coral Ridge Road Houston, TX 77069	Vice President, Manufacturing-East	No
William H. Ryan	2404 Burnham Drive Fallston, MD 21047	Vice President, Scotsman Buildings	No

CONFIDENTIAL

CONFIDENTIAL

THE SCOTSMAN GROUP, INC.
(Incorporated 1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>
James B. Strode	16121 Santa Barbara Lane Huntington Beach, CA 92649	Vice President, Manufacturing-West	No
Peter L. Heumann	9 Sunnyvale Court Hunt Valley, MD 21030	Treasurer	No
Katherine K. Giannelli	1002 Milchling Drive Bel Air, MD 21014	Controller	No
Gayle M. Glasser	4 Bayside Drive Baltimore, MD 21222	Assistant Secretary	No
Cheryl Howell	8239 Henderson Green Buena Park, CA 90621	Assistant Secretary	No

Filing Fee \$50.00

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

1992

Corporate ID: 0044587 Annual Report for the year 1992

FIRST: The name of the corporation is The Scotsman Group, Inc

SECOND: It is incorporated under the laws of Maryland

THIRD: Character of business, briefly stated, is Mfg., sale/lease mobile & modular offices

FOURTH: If foreign corporation, address of its principal office 8211 Town Center Drive
Baltimore, MD 21236

FIFTH: Business address in Rhode Island N/A

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

Name

Office

Address (including number, street, zip code)

See Attached

Director

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
1,000,000	Common	N/A	\$.10

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
3,385	Common	N/A	\$.10

Dated March 26 19 92

The Scotsman Group, Inc.
(Name of Corporation)

By Peter L. Skuman

Title Treasurer

(Report must be signed by an officer)

CONFIDENTIAL

01/06/92
(4510T*)

THE SCOTSMAN GROUP, INC.
8211 Town Center Drive
Baltimore, Maryland 21236
(Incorporated 1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>
Trkja Family Trust	707 Wilshire Blvd. Los Angeles, CA 90017	First Interstate Bank of California (Trustees)	
Trace Butler	P.O. Box 10627 Marina Del Rey, CA 90295	Vice President First Interstate Bank	Chairman
Edward Eyre	3201 Pacific Avenue Manhattan Beach, CA 90266	Senior Vice President First Interstate Bank	Yes
Albert Leland	3141 Buckingham Road Glendale, CA 91206	Senior V.P. & Division Manager - Personal Trust & Investment Division - First Interstate Bank	Yes
Deborah Kay Trkja	8561 West Lilac Road Escondido, CA 92026		Yes
Barry P. Gossett	490 South River Landing Edgewater, MD 21037	Chief Executive Officer/President	Vice Chairman
John N. Zinsmaster	1104 Bellevista Court Severna Park, MD 21146	Executive Vice President/ Chief Financial Officer	Yes

THE SCOTSMAN GROUP, INC.
(Incorporated 1995-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>
Simon E. Dragan	12714 Lee Ben Road Kingsville, MD 21087	Executive Vice President, Scotsman Buildings	No
Stuart A. Kunicki	601 Seldon Drive Winchester, VA 22601	Executive Vice President, Mobile Offices	No
Marietta F. Adamo	3921 Klausmier Road Baltimore, MD 21236	Executive Vice President, Administration/ Secretary	No
Robert Augustine	1931 Cobbleheld Way Glendora, CA 91740	Vice President, Scotsman Buildings-West	No
Patricia G. Daugherty	12392 Christy Lane Rossmoor, CA 90720	Vice President, Human Resources	No
David L. Preston	5407 Coral Ridge Road Houston, TX 77069	Vice President, Manufacturing-East	No
William H. Ryan	2404 Burnham Drive Fallston, MD 21047	Vice President, Scotsman Buildings	No

CONFIDENTIAL

THE SCOTSMAN GROUP, INC.
(Incorporated 1955-Maryland)

SCHEDULE OF DIRECTORS, OFFICERS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>
James B. Strode	16121 Santa Barbara Lane Huntington Beach, CA 92649	Vice President, Manufacturing-West	No
Peter L. Heumann	9 Sunnyvale Court Hunt Valley, MD 21030	Treasurer	No
Katherine K. Giannelli	1002 Milchling Drive Bel Air, MD 21014	Controller	No
Gayle M. Glasser	4 Bayside Drive Baltimore, MD 21222	Assistant Secretary	No
Cheryl Howell	8239 Henderson Green Buena Park, CA 90621	Assistant Secretary	No

CONFIDENTIAL

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

AT

Corporate ID 0044587 Annual Report for the year 1990

FIRST: The name of the corporation is FLKA WILLIAMS MOBILE OFFICES, INC.
THE SCOTSMAN GROUP, INC.

SECOND: It is incorporated under the laws of MARYLAND

THIRD: Character of business, briefly stated, is MFG., SALE/LEASE MOBILES &
MODULAR OFFICES

FOURTH: If foreign corporation, address of its principal office 8211 TOWN CENTER DRIVE
BALTIMORE, M.D. 21236

FIFTH: Business address in Rhode Island N/A

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

Name	Office	Address (including number, street, zip code)
	Director	
<u>SCHEDULE ATTACHED</u>	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000,000</u>	<u>Common</u>	<u>N/A</u>	<u>\$.10</u>

PAID

MAR 02 1990

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>3,385</u>	<u>Common</u>	<u>N/A</u>	<u>\$.10</u>

REC'D OF STATE

Dated FEBRUARY 19 90

THE SCOTSMAN GROUP, INC.
(Name of Corporation)

By [Signature]

Title VICE PRESIDENT, ADMIN

(Report must be signed by an officer)

CONFIDENTIAL

01/17/90
(4510T*)

THE SCOTSMAN GROUP, INC.
(a Maryland corporation)

SCHEDULE OF OFFICERS, DIRECTORS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>	<u>STOCK OWNERSHIP COMMON</u>
First Interstate Bank	707 Wilshire Blvd. Los Angeles, CA 90017		Trustees of the Trkja Family Trust	
Marietta F. Adamo	3921 Klausmier Road Baltimore, MD 21236 301-529-0298	Vice President Administration, Secretary	No	
Michael Blackmore	3550 Columbine Street Seal Beach, CA 90740 213-430-5669	Executive Vice President-Operations	No	
Trace Butler	P.O. Box 10627 Marina Del Rey, CA 90295 213-306-7723	Vice President First Interstate Bank	Chairman	
Simon E. Dragan	12714 Lee Ben Road Kingsville, MD 21087 301-592-3166	Executive Vice President-Manufacturing	No	
Barry P. Gossett	490 South River Landing Edgewater, MD 21037 301-721-1350	Chief Executive Officer/ President	Vice Chairman	
Peter.L. Heumann	9 Sunnyvale Court Hunt Valley, MD 21030 301-628-2245	Treasurer	No	

CONFIDENTIAL

01/17/90
(4510T*)
Page two

THE SCOTSMAN GROUP, INC.
(a Maryland corporation)

SCHEDULE OF OFFICERS, DIRECTORS AND SHAREHOLDERS

<u>NAME</u>	<u>HOME ADDRESS/TELEPHONE #</u>	<u>OFFICERS</u>	<u>DIRECTORS</u>	<u>STOCK OWNERSHIP COMMON</u>
Richard G. Jackson	964 Entrada Way Glendora, CA 91740 838-335-6896	Exec. Vice President, Chief Financial Officer	Yes	
Mike Johnston	P.O. Box 6454 29188 Big Range Canyon Lake, CA 92380 714-244-0723	Vice President Integral Environments	No	
Albert Leland			Yes	
Cheryl Mejia	8239 Henderson Green* Buena Park, CA 90621 714-521-8876	Assistant Secretary	No	
James R. Zampetti	2899 Bronco Rancho Palos Verdes, CA 90274 213-541-7767	Vice President Marketing	No	

*Effective 3/1/90

Filing Fee \$15.00

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

SM

Corporate ID 0044587 Annual Report for the year 1989

FIRST: The name of the corporation is WILLIAMS MOBILE OFFICES, INC.

SECOND: It is incorporated under the laws of MARYLAND

THIRD: Character of business, briefly stated, is SALE/LEASE MOBILE OFFICES &
MODULAR BUILDINGS.

FOURTH: If foreign corporation, address of its principal office 8211 TOWN CENTER DRIVE
BALTIMORE, MD 21236

FIFTH: Business address in Rhode Island NONE

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

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

.....	Director
.....	Director
.....	Director	SCHEDULE ATTACHED
.....	President
.....	Vice President
.....	Secretary
.....	Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
2500	A COMMON	N/A	NO PAR
2500	B COMMON	N/A	NO PAR
7000	PREFERRED	N/A	NO PAR

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
2250	A COMMON	N/A	NO PAR
1380	B COMMON	N/A	NO PAR
7000	PREFERRED	N/A	NO PAR

RECEIVED
MAR 02 1989
PAID

Dated February 28, 1989 WILLIAMS MOBILE OFFICES, INC.
(Name of Corporation)

By Peter L. Heuman

(Report must be signed by an officer)

Title VICE PRESIDENT/FINANCE

MARCH 01, 1988
(2662T)

WILLIAMS MOBILE OFFICES, INC.
52-066 5775

INCORPORATED IN MARYLAND
8-18-55

SCHEDULE OF OFFICERS, DIRECTORS AND SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICERS</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP</u>	<u>PREFERRED</u>
				<u>COMMON</u>	
Barry P. Gossett	490 South River Landing Edgewater, MD 21037	President, Treasurer	Yes	375 Class B	---
Peter L. Heumann	13714 Marcum Road Phoenix, MD 21131	Executive Vice President	No	---	---
Richard W. Scarbath	2349 Carlo Road Fallston, MD 21047	Vice President Marketing	Yes	130 Class B	---
Simon E. Dragan	12714 Lee Ben Road Kingsville, MD 21087	Vice President Mfg. & Product Development	Yes	125 Class B	---
Marietta F. Adamo	3921 Klausmier Road Baltimore, MD 21236	Vice President Administration, Secretary	No	---	---

Ken

WILLIAMS MOBILE OFFICES, INC.
52-066 5775

INCORPORATED IN MARYLAND
8-18-55

SCHEDULE OF OFFICERS, DIRECTORS AND SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICERS</u>	<u>DIRECTOR</u>	<u>STOCK OWNERSHIP</u>		<u>PREFERRED</u>
				<u>COMMON</u>	<u>COMMON</u>	
William T. Poole	620 Valley Lane Baltimore, MD 21204	No	Yes	---	---	---
Jennie W. Fowlkes	7309 Brightside Road Baltimore, MD 21212	No	Yes	125 Class B	---	---
Albert H. Williams	7349 Brightside Road Baltimore, MD 21212	No	Yes	500 Class B	---	---
A.V. Williams	8660 Pulaski Highway Baltimore, MD 21237	No	No	---	---	7,000
A.V. Williams Trust Dated 12-28-71	3300 Eastern Blvd. Baltimore, MD 21220	---	---	125 Class B <u>2,250 Class A</u>	---	---
<u>TOTAL ISSUED & OUTSTANDING (2250 Class A and 1380 Class B)</u>				<u>3,630</u>		<u>7,000</u>
<u>TOTAL AUTHORIZED (2500 Class A and 2500 Class B)</u>				<u>5,000</u>		<u>7,000</u>

NOTE: 690 Shares Class B held as Treasury Stock.

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

1988

Corporate ID 44587

Annual Report for the year

WILLIAMS MOBILE OFFICES, INC.

FIRST: The name of the corporation is

SECOND: It is incorporated under the laws of Maryland

THIRD: Character of business, briefly stated, is Lease & Sale of Mobile Offices & Modular Buildings

FOURTH: If foreign corporation, address of its principal office 8211 Town Center Drive
Baltimore, MD 21236

FIFTH: Business address in Rhode Island N/A

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

SEE ATTACHED

Director

Director

Director

President

Vice President

Secretary

Treasurer

PAID

JUN 6 1988

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

2500

A

no par

2500

B

no par

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

2250

A

no par

1380

B

no par

Dated May 19, 19 88

Williams Mobile Offices, Inc.

(Name of Corporation)

By Peter L. Hummer

Title Vice President

(Report must be signed by an officer)

SCHEDULE OF OFFICERS & DIRECTORS

BARRY P. GOSSETT/PRESIDENT/TREASURER/DIRECTOR
490 SOUTH RIVER LANDING
EDGEWATER, MD 21037

ALBERT WILLIAMS/VICE PRESIDENT/DIRECTOR
7349 BRIGHT SIDE ROAD
BALTIMORE, MD 21212

MARIETTO ADAMO/SECRETARY
3921 KLAUSMIER ROAD
BALTIMORE, MD 21236

JENNIE FOWLKES/DIRECTOR
7309 BRIGHT SIDE ROAD
BALTIMORE, MD 21212

RICHARD SCARBATH/DIRECTOR
2349 CARLO ROAD
FALLSTON, MD 21047

SIMON DRAGON/DIRECTOR
12714 LEE BEN ROAD
KINGSVILLE, MD 21087

WILLIAM POOLE/DIRECTOR
190 STANMORE ROAD
BALTIMORE, MD 21212