

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 11, 1999 8:00 am
Secretary of State

05-11-1999 90045 023 ***150.00

PROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 807363

1. Corporation Name
OUTBOARD MARINE CORPORATION

Principal Place of Business
**100 SEA-HORSE DRIVE
 SUITE C853
 WAUKEGAN IL 60085
 US**

Mailing Address
**100 SEA-HORSE DRIVE
 SUITE C-853
 WAUKEGAN IL 60085-9195
 US**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
 21 []
 Suite, Apt. #, etc.
 22 []
 City & State
 23 []
 Zip Country
 24 [] 25 []

2a. Mailing Address
 26 []
 Suite, Apt. #, etc.
 27 []
 City & State
 28 []
 Zip Country
 29 [] 30 []

3. Date Incorporated or Qualified
06/18/1947

4. FEI Number
36-1589715

5. Certificate of Status Desired **\$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution **\$5.00** May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent
 81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS

TITLE	DCP	<input type="checkbox"/> DELETE
NAME	JONES, DAVID D J	
STREET ADDRESS	100 SEAHORSE DRIVE	
CITY-ST-ZIP	WAUKEGAN IL 60085	
TITLE	EVCD	<input type="checkbox"/> DELETE
NAME	HINES, ANDREW P	
STREET ADDRESS	100 SEA-HORSE DR	
CITY-ST-ZIP	WAUKEGAN IL 60085	
TITLE	VGCS	<input type="checkbox"/> DELETE
NAME	ROMANO, ROBERT S	
STREET ADDRESS	100 SEA-HORSE DR.	
CITY-ST-ZIP	WAUKEGAN IL 60085	
TITLE	AT	<input checked="" type="checkbox"/> DELETE
NAME	MOERCHEN, ROBERT J	
STREET ADDRESS	100 SEA-HORSE DR.	
CITY-ST-ZIP	WAUKEGAN IL 60085	
TITLE	C	<input type="checkbox"/> DELETE
NAME	KINGSLEY, ALFRED D	
STREET ADDRESS	100 SEA HORSE DRIVE	
CITY-ST-ZIP	WAUKEGAN IL 60085	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	GOODMAN, T.G.	
STREET ADDRESS	100 SEA HORSE DR	
CITY-ST-ZIP	WAUKEGAN IL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	VIT
4.3 STREET ADDRESS	Martinez, Eric T.
4.4 CITY-ST-ZIP	100 Sea-Horse Drive Waukegan, IL 60085
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	AS
6.3 STREET ADDRESS	Prepp, Gordon G.
6.4 CITY-ST-ZIP	100 Sea-Horse Drive Waukegan, IL 60085

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Katherine Harris 4/29/99 (847) 689-7157
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/198)

OUTBOARD MARINE CORPORATION
Officers & Directors

545555-90045-23
DOC# 807363

Officers

President and Chief Executive Officer	David D. Jones, Jr.	100 Sea-Horse Drive, Waukegan, IL 60085
Executive Vice President and Chief Financial Officer	Andrew P. Hines	100 Sea-Horse Drive, Waukegan, IL 60085
Vice President, General Counsel and Secretary	Robert S. Romano	100 Sea-Horse Drive, Waukegan, IL 60085
Vice President of the Company and President, North American Engine Operations	Robert B. Gowens	100 Sea-Horse Drive, Waukegan, IL 60085
Vice President, Human Resources	Kimberly K. Bors	100 Sea-Horse Drive, Waukegan, IL 60085
Vice President, Product Integrity	John D. Flaig	100 Sea-Horse Drive, Waukegan, IL 60085
Vice President and Treasurer	Eric T. Martinez	100 Sea-Horse Drive, Waukegan, IL 60085
Vice President and Controller	Joseph P. Tomczak	100 Sea-Horse Drive, Waukegan, IL 60085
Assistant Secretary	Gordon G. Repp	100 Sea-Horse Drive, Waukegan, IL 60085

Directors

Chairman	Alfred D. Kingsley	100 Sea-Horse Drive, Waukegan, IL 60085
Vice Chairman	Gary K. Duberstein	100 Sea-Horse Drive, Waukegan, IL 60085
Vice Chairman	Richard Katz	100 Sea-Horse Drive, Waukegan, IL 60085
	Andrew P. Hines	100 Sea-Horse Drive, Waukegan, IL 60085
	Ron Hiram	100 Sea-Horse Drive, Waukegan, IL 60085
	David D. Jones, Jr.	100 Sea-Horse Drive, Waukegan, IL 60085
	Frank Sica	100 Sea-Horse Drive, Waukegan, IL 60085