


2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 21, 2005 8:00 am
Secretary of State

01-21-2005 90081 001 ***150.00

DOCUMENT # 812869
 1. Entity Name
XEROX CORPORATION



Principal Place of Business
**800 LONG RIDGE ROAD
 STAMFORD, CT 06904**


Mailing Address
**P.O. BOX 1600
 STAMFORD, CT 06904-1600**

2. Principal Place of Business
 Suite, Apt. #, etc.

3. Mailing Address
 Suite, Apt. #, etc.

City & State

Zip Country



01072005 Chg-P CR2E034 (10/03)

4. FEI Number
16-0468020 Applied For
 Not Applicable

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

6. Name and Address of Current Registered Agent

**PRENTICE-HALL CORPORATION SYSTEM, INC.
 1201 HAYES STREET
 SUITE 105
 TALLAHASSEE, FL 32301**

7. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

FILE NOW!!! FEE IS \$150.00
After May 1, 2005 Fee will be \$550.00

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

10. OFFICERS AND DIRECTORS

TITLE	CCEO	<input type="checkbox"/> Delete
NAME	ANNIE, MULCAHY	
STREET ADDRESS	800 LONG RIDGE RD	
CITY-ST-ZIP	STAMFORD, CT 069041600	
TITLE	VPT	<input type="checkbox"/> Delete
NAME	ZIMMERMAN, LAWRENCE	
STREET ADDRESS	83 HASTINGS LANE	
CITY-ST-ZIP	STAMFORD, CT 06905	
TITLE	V	<input type="checkbox"/> Delete
NAME	OKASAKO, RUSSELL Y	
STREET ADDRESS	800 LONG RIDGE RD	
CITY-ST-ZIP	STAMFORD, CT 069041600	
TITLE	D	<input type="checkbox"/> Delete
NAME	LARSEN, RALPH S	
STREET ADDRESS	ONE JOHNSON AND JOHNSON PLAZA	
CITY-ST-ZIP	NEW BRUNSWICK, NJ 08933	
TITLE	D	<input type="checkbox"/> Delete
NAME	PEPPER, JOHN E	
STREET ADDRESS	ONE PROCTOR AND GAMBLE PLAZA	
CITY-ST-ZIP	CINCINNATI, OH 45202	
TITLE	D	<input checked="" type="checkbox"/> Delete
NAME	KOBAYASKI, YOTARO	
STREET ADDRESS	2-17-22 AKASAKA, MINATO-KU	
CITY-ST-ZIP	TOKYO, JAPAN,	

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *Russell Y Okasako* **RUSSELL Y. OKASAKO, V.P., TAXES** *1/12/2005* **203/968-4657**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

ATTACHMENT

XEROX CORPORATION SCHEDULE OF OFFICERS

40003942

812869

10/11/04

Chairman and Chief Executive Officer	Anne M.	Mulcahy	235 Fencerow Drive, Fairfield, CT 06430
Senior Vice President; President, Business Group Operations	Ursula M.	Burns	Two Greenfield Lane, Rochester, NY 14610
Senior Vice President; President, Xerox Global Services	Thomas J.	Dolan	22 Buckthorn Run, Victor, NY 14564
Senior Vice President; President, Corporate Operations Group	James A.	Firestone	14 Meadow Drive - Rock Ridge, Greenwich, CT 06831
Senior Vice President; President, Xerox Innovation Group and Chief Technology Officer	Herve J.	Gallaire	33 West Putnam Avenue, #3A, Greenwich, CT 06830
Senior Vice President, President, Production Systems Group, Business Group Operations	Gilbert J.	Hatch	772 Admiralty Way, Webster, NY 14580
Senior Vice President; President, North American Solutions Group	Michael C.	Mac Donald	20 Thomas Grove, Pittsford, NY 14534
Senior Vice President, Chief Staff Officer and Chief Ethics Officer	Hector J.	Motroni	44 Turkey Hill Road South, Westport, CT 06880
Senior Vice President; President, Xerox Supplies Business Group, Business Group Operations	Brian E.	Stern	One Pan Handle Lane, Westport, CT 06880
Senior Vice President and Chief Financial Officer	Lawrence A.	Zimmerman	83 Hastings Lane, Stamford, CT 06905, 6320 Sunshine Canyon Drive; Boulder, CO 80302
Vice President and Controller	Harry R.	Beeth	16 Autumn Ridge, Katonah, NY 10536
Vice President and Chairman, Xerox do Brasil, Ltda., Developing Markets Operations	Guilherme M.N.	Bettencourt	Rua Jose Pancetti, 350, Joa, Rio de Janeiro, RJ 22611-110, Brazil
Vice President, Senior Vice President, NASG Sales Operations	Michael D.	Brannigan	2026 Haverford Drive, Crownsville, MD 21032
Vice President; Senior Vice President and General Manager, Office Europe, Xerox Europe	Richard F.	Cerrone	48 Northumberland Place, London W2 5AS, UK
Vice President and General Counsel	Christina E.	Clayton	25 Talcott Farm Road, Old Lyme, CT 06371
Vice President and Chief Information Officer, Corporate Operations Group	Patricia A.	Cusick	Six Kinwood Lane, Pittsford, NY 14534
Vice President, External and Legal Affairs	J. Michael	Farren	710 South River Landing, Edgewater, MD 21037-1554
Vice President, Platform Development, Production Systems Group, Business Group Operations	Anthony M.	Federico	664 Admiralty Way, Webster, NY 14580
Vice President; President, Xerox Channels Group	Emerson U.	Fullwood	7 Kingsfield Drive, Pittsford, NY 14534
Vice President; President, e-Business and TeleWeb, Corporate Operations Group	James H.	Lesko	116 Logan Road, New Canaan, CT 06840
Vice President, Centre Manager, Xerox Research Centre of Canada, Xerox Innovation Group	Rafik O.	Loutfy	189 York Mills Road, North York, Ontario M2L 1K8, Canada
Vice President; President, Developing Markets Operations	Jean-Noel	Machon	Flat 1, 17 Lexham Gardens, London, W8 5JJ, England
Vice President, Chief Marketing Officer, Corporate Marketing and Communications, Corporate Operations Group	Diane E.	McGarry	301 W. 57th Street, #47C, New York, NY 10019
Vice President, Human Resources	Patricia M.	Nazemetz	134 Hunter Avenue, Sleepy Hollow, NY 10591
Vice President, Taxes	Russell Y.	Okasako	34 Salem Road, Wilton, CT 06897
Vice President and Treasurer	Rhonda L.	Seegal	40 Birchall Drive, Scarsdale, NY 10583
Vice President; Senior Vice President, Business Growth, Production Color Solutions Business Unit, Production Systems Group, Business Group Operations	Frank D.	Steenburgh	47 Cobble Creek Road, Victor, NY 14564
Vice President, Investor Relations and Corporate Secretary	Leslie F.	Varon	272 Canterbury Lane, Fairfield, CT 06432
Vice President; President, Xerox Europe	Armando	Zagalo de Lima	Nightingales, 6 Hill Waye, Gerrards Cross, Bucks SL9 8BH, England
Assistant Treasurer & Director, Global Risk Management	Lance H.	Davis	118 Sleepy Hollow Road, Ridgefield, CT 06877
Vice President and Chief Accounting Officer	Gary R.	Kabureck	11 Barrington Hills, Pittsford, NY 14534

ATTACHMENT

Xerox Corporation Schedule of Directors

DATE

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<u>Director</u>	<u>Mailing Address</u>	<u>Home Address</u>
Glenn A Britt	Time Warner Cable 290 Harbor Drive Stamford, CT 06902	175 Long Lots Road Westport, CT 06880
Richard J. Harrington	The Thomson Corporation One Station Place, 8th Floor Stamford, CT 06902	9 Greystone Farm Lane Westport, CT 06880
William C. Hunter	University of Connecticut School of Business 2100 Hillside Road Storrs, CT 06269	15 Harwich Lane West Hartford, CT 06117
Vernon E. Jordan, Jr. _NY	Lazard Freres & Co., LLC 30 Rockefeller Center New York, NY 10020	Regency Hotel, Suite 631-33 540 Park Avenue @ 61St., New York, NY 20021
Vernon E. Jordan, Jr. _WA	Akin, Gump, Strauss, Hauer & Feld, L.L.P. 1333 New Hampshire Ave. NW, Suite 400 Washington, DC 20036	2940 Benton Place N. W. Washington, DC 20008
Hilmar Kopper	Deutsche Bank AG Tausananlage 12 Frankfurt 60262, Germany	Siesmayerstrasse 6 60323 Frankfurt am Main, Germany
Ralph S. Larsen	Johnson & Johnson 100 Albany Street, Suite 200 New Brunswick, NJ 08901	8473 Bay Colony Drive, Apartment 2202, Naples, FL 34108 709 Fieldstone Terrace, Wyckoff, NJ 07481
Anne M. Mulcahy	Xerox Corporation P. O. Box 1600 Stamford, CT 06904	235 Fencerow Drive Fairfield, CT 06430
N. J. Nicholas, Jr.	Navy Walk Partners Suite 19F, 45 W. 67th Street New York, NY 10023	88 Central Park West, #8N New York, NY 10023
John E. Pepper	The Procter & Gamble Company One Procter & Gamble Plaza Cincinnati, OH 45202	233 Oliver Road Wyoming, OH 45215
John E Pepper	Yale University Two Whitney Avenue, 7th Floor New Haven, CT 06520-8332	227 Church Street, "The Eli" New Haven, CT 06520
Ann N Reese	Center for Adoption Policy Studies 168A Kirby Lane Rye, NY 10580	168 Kirby Lane Rye, NY 10580
Stephen Robert	Robert Capital Management LLC 610 Fifth Avenue, 7th Floor New York, NY 10020	Two East 70 Street New York, NY 10021