

2003 FOR PROFIT CORPORATION UNIFORM BUSINESS REPORT (UBR)

FILED
Jan 21, 2003 8:00 am
Secretary of State

01-21-2003 90044 032 ***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**

JUUUJ013



CHECK HERE IF MAKING CHANGES

2. Principal Place of Business

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

4. FEI Number **16-0468020**

Applied For
Not Applicable

Zip

Country

Zip

Country

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

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

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

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, 2003 Fee will be \$550.00
Make Check Payable to Florida Department of State

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

10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CCEO ANNIE, MULCAHY 800 LONG RIDGE RD STAMFORD CT 06904-1600 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPT GREGORY, TAYLER B 800 LONG RIDGE RD STAMFORD CT 06904-1600 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	SENIOR V.P. & CHIEF FINANCIAL OFFICER LAWRENCE AS ZIMMERMAN, FORD, CT 07007 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V OKASAKO, RUSSELL-Y 800 LONG RIDGE RD STAMFORD CT 06904-1600 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D LARSEN, RALPH S ONE JOHNSON AND JOHNSON PLAZA NEW BRUNSWICK NJ 08933 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D PEPPER, JOHN E ONE PROCTOR AND GAMBLE PLAZA CINCINNATI OH 45202 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D KOBAYASKI, YOTARO 2-17-22 AKASAKA, MINATO-KU TOKYO, JAPAN <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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 **SIGNATURE REQUIRED** RUSSELL Y. OKASAKO 1/13/2003 203/968-4657
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/02)

Attachment# 812869

XEROX CORPORATION SCHEDULE OF OFFICERS

90005819

As of 1/2/2003

Chairman and Chief Executive Officer	Anne M.	Mulcahy	235 Fencerow Drive, Fairfield, CT 06430
Executive Vice President; President, Developing Markets Operations	Carlos	Pascual	7 Ridge Road, Weston, CT 06883
Senior Vice President; President, Document Systems and Solutions Group	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, Office Systems Group	Gilbert J.	Hatch	772 Admiralty Way, Webster, NY 14580
Senior Vice President; President, North American Solutions Group	Michael C.	MacDonald	20 Thomas Grove, Pittsford, NY 14534
Senior Vice President and Chief Staff Officer	Hector J.	Motroni	44 Turkey Hill Road South, Westport, CT 06880
Senior Vice President; President, Xerox Supplies Business Group, Document Systems and Solutions Group	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; Presidente, 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 & General Manager, North American Agent Operations	Richard F.	Cerrone	10654 E. Terra Drive, Scottsdale, AZ 85258
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 Affairs	J. Michael	Farren	710 South River Landing, Edgewater, MD 21037-1554
Vice President, Development, Document Systems and Solutions Group	Anthony M.	Federico	664 Admiralty Way, Webster, NY 14580
Vice President; Executive Chief Staff Officer, Developing Markets Operations	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, European Solutions Group	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, New York, NY 10019
Vice President; President, Office Printing Business Group	James J.	Miller	Four Tobey Brook, Pittsford, NY 14534
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, Center Manager, Digital Imaging Technology Center, Xerox Innovation Group	Ronald E.	Rider	1335 Corinne Lane, Menlo Park, CA 94025
Vice President; Senior Vice President, Docucolor iGen3 Business, Document Systems and Solutions Group	Frank D.	Steenburgh	47 Cobble Creek Road, Victor, NY 14564
Vice President and Secretary	Leslie F.	Varon	272 Canterbury Lane, Fairfield, CT 06432
Vice President; Senior Vice President and Chief Operating Officer, European Solutions Group	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
Assistant Controller and Chief Accountant	Gary R.	Kabureck	11 Barrington Hills, Pittsford, NY 14534

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**XEROX CORPORATION
SCHEDULE OF OFFICERS**

01/09/03

Assistant Treasurer

Timothy J.

MacCarrick

Two Quoin Crescent, Victor, NY 14564

Assistant Secretary; Associate General Counsel,
Corporate Finance, and Ventures

Martin S.

Wagner

21 Kellogg Drive, Wilton, CT 06897

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90005819

Xerox Corporation
Schedule of Directors
 JANUARY 1, 2002

<u>Director</u>	<u>Mailing Address</u>	<u>Home Address</u>
Antonia Johnson	Axel Johnson Group P. O. Box 26008 - Villagatan 6 Stockholm S-100 41, Sweden	Lovsta Gard 2-194 91 Upplands Vasby, Sweden
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
Yotaro Kobayashi	Fuji Xerox Co., Ltd. 2-17-22 Akasaka, Minato-ku Tokyo 107, Japan	14-16, Kakinokizaka 2-chome Meguro-ku Tokyo, Japan 152-0022
Hilmar Kopper	Deutsche Bank AG Taunusanlage 12 Frankfurt 60262, Germany	Siesmayerstrasse 6 60323 Frankfurt am Main, Germany
Ralph S. Larsen	Johnson & Johnson One Johnson & Johnson Plaza New Brunswick, NJ 08933	740 Smoke Hollow Trail Franklin Lakes, NJ 07417
George J. Mitchell	Verner, Liipfert, Bernhard, McPherson and Hand 901 15th Street NW, Suite 700 Washington, DC 20005	231 C Street NE Washington, DC 20002 NY: 1965 Broadway, Apt. 19B, New York, NY 10023
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
Martha R. Seger	Oak Meadows, 1968 Bancroft Drive Ann Arbor, MI 48108-9306	Oak Meadows, 1968 Bancroft Drive Ann Arbor, MI 48108-9306
Thomas C. Theobald	William Blair Capital Partners, L.L.C. Suite 1300, 222 West Adams Street Chicago, IL 60606-5312	44 Conyers Farm Drive Greenwich, CT 06831
Thomas C. Theobald_CT_Ofc	55 Railroad Avenue Greenwich, CT 06830	