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**Apr 24 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 827461 (5)
1. Corporation Name
A.P. GREEN INDUSTRIES, INC.



Principal Place of Business GREEN BLVD MEXICO MO 65265	Mailing Address GREEN BLVD MEXICO MO 65265
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3. Date Incorporated or Qualified 02/10/1972	3a. Date of Last Report 04/15/1996
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2. Principal Place of Business 21 Suite, Apt #, etc. 22 City & State 23 Zip Country	2b. Mailing Address 26 Suite, Apt #, etc. 27 City & State 28 Zip Country
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4. FEI Number 43-0899374	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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	VP	<input type="checkbox"/> DELETE
NAME	BINDER, D.G.	
STREET ADDRESS	R.R. #3 BOX 355	
CITY-ST-ZIP	MEXICO MO	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	AIKEN, M.C.	
STREET ADDRESS	1805 BENNINGTON	
CITY-ST-ZIP	MEXICO MO	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	ROBERTS, GARY L.	
STREET ADDRESS	219 E TEAL LAKE RD	
CITY-ST-ZIP	MEXICO MO	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	HAGAN, D. Y.	
STREET ADDRESS	10 COUNTRY CLUB DRIVE	
CITY-ST-ZIP	MEXICO MO	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	ROBERTS, GARY L.	
STREET ADDRESS	219 E TEAL LAKE RD	
CITY-ST-ZIP	MEXICO MO	
TITLE	CP	<input type="checkbox"/> DELETE
NAME	HUMMER, P. F.	
STREET ADDRESS	5 MELODY LANE	
CITY-ST-ZIP	MEXICO MO	

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 type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
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 type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

SEE ATTACHMENT FOR A COMPLETE LIST.

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(l), 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.

SIGNATURE: *X Gary L. Roberts* **GARY L. ROBERTS** 4/16/97 573-473-3626
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

**A.P. GREEN INDUSTRIES, INC.
SCHEDULE OF DIRECTORS AND OFFICERS**

DIRECTORS

DIRECTORS	OFFICE HELD	HOME ADDRESS	BUSINESS ADDRESS
Paul F. Hummer	Chairman/ CEO/President	5 Melody Lane, Mexico, MO 65265	Green Blvd., Mexico, MO 65265
Patrick J. O'Bryan		125 S. Franklin Street, Chicago, IL 60606	125 S. Franklin Street, Chicago, IL 60606
Daniel R. Toll		4066 Broadmoor Circle, Naperville, IL 60564	135 S. LaSalle St., Chicago, IL 60603
Donald E. Lasater		751 Cella Road, St. Louis, MO 63124	7811 Carondelet Ave., St. Louis, MO 63105
William F. Morrison		405 W. Gardner Ct., Marion, IN 46952	301 S. Adams, Marion, IN 46952

OTHER OFFICERS - NOT DIRECTORS

OFFICERS	OFFICE HELD	HOME ADDRESS	BUSINESS ADDRESS
Max C. Aiken	Exec. V.P.	1805 Bennington, Mexico, MO 65265	Green Blvd, Mexico, MO 65265
David G. Binder	V-President	Route 3, Mexico, MO 65265	Green Blvd, Mexico, MO 65265
Daniel Y. Hagan	V-President	10 Country Club Drive, Mexico, MO 65265	Green Blvd, Mexico, MO 65265
Orville Hunter, Jr.	V-President	816 Bucks Run, Columbia, MO 65201	Green Blvd, Mexico, MO 65265
Michael B. Cooney	St. V.P./Secy.	330 Jefferson Road, Mexico, MO 65265	Green Blvd, Mexico, MO 65265
Jurgen H. Abels	V-President	2404 Bluff Blvd., Columbia, MO 65201	Green Blvd, Mexico, MO 65265
Ron L. Bramblett	V-President	Route 3, Mexico, MO 65265	Green Blvd, Mexico, MO 65265
Frank J. Cordie	V-President	8623 Pebble Creek Ct, Montgomery, AL 36116	Green Blvd, Mexico, MO 65265
John L. Kelsey	V-President	8550 Barry Road, Columbia, MO 65201	Green Blvd, Mexico, MO 65265
Gary L. Roberts	VP/Treas/CFO	219 E. Teal Lake Road, Mexico, MO 65265	Green Blvd, Mexico, MO 65265
	Asst. Secy.		