

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

FILED
May 16 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F95000000390 (3)

1. Corporation Name
IFF, INC.



Principal Place of Business
**3800 CAMP CREEK PARKWAY
 BLDG. 2600, SUITE 104
 ATLANTA GA 30331**

Mailing Address
**3800 CAMP CREEK PARKWAY
 BLDG. 2600, SUITE 104
 ATLANTA GA 30331-6228**

3. Date Incorporated or Qualified 01/24/1995	3a. Date of Last Report 04/30/1996
4. FEI Number 58-1493857	Applied For 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 type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29
25	30

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
 1200 SOUTH 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
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's signature required when re-instating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	CP	<input type="checkbox"/> DELETE
NAME	HALPAUS, PETER	
STREET ADDRESS	3800 CAMP CREEK PKWY., BLDG. 2600, #104	
CITY-ST-ZIP	ATLANTA GA 30331	
TITLE	DV	<input type="checkbox"/> DELETE
NAME	PARKER, WES	
STREET ADDRESS	3800 CAMP CREEK PKWY., BLDG. 2600, #104	
CITY-ST-ZIP	ATLANTA GA 30331	
TITLE	DV	<input type="checkbox"/> DELETE
NAME	WALLACE, BOB	
STREET ADDRESS	3800 CAMP CREEK PKWY., BLDG. 2600, #104	
CITY-ST-ZIP	ATLANTA GA 30331	
TITLE	S	<input type="checkbox"/> DELETE
NAME	SMITH, NANCY	
STREET ADDRESS	3800 CAMP CREEK PKWY., BLDG. 2600, #104	
CITY-ST-ZIP	ATLANTA GA 30331	
TITLE	D	<input type="checkbox"/> DELETE
NAME	RODRIGUEZ, JOSE	
STREET ADDRESS	3401 CHATSWORTH WAY	
CITY-ST-ZIP	POWDER SPRINGS GA 30073	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

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	

14. I do 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.

SIGNATURE: *[Signature]* 4/22/97

CR2E034 (9/96)