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Feb 10 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 # P04359 (6)
1. Corporation Name
OIL-DRI CORPORATION OF AMERICA



Principal Place of Business: 410 N MICHIGAN AVE CHICAGO IL 60611 US
Mailing Address: 410 N MICHIGAN AVE CHICAGO IL 60611-4211 US

3. Date Incorporated or Qualified: 12/17/1984
3a. Date of Last Report: 06/20/1986
4. FEI Number: 36-2048898
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 has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: 21, 22, 23, 24
2a. Mailing Address: 26, 27, 28, 29, 30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD
PLATATION FL 33324

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code FL

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

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1. PD JAFFEE, RICHARD M. 410 N MICHIGAN AVE CHICAGO IL
2. V HARDIN, RICHARD V. 410 N MICHIGAN AVE CHICAGO IL
3. S SWERDLIK, ALBERT L. 410 N MICHIGAN AVE CHICAGO IL
4. T PIETROWSKI, RICHARD 410 N MICHIGAN AVE CHICAGO IL
5. D JAFFEE, ROBERT D. 901 KILPATRICK AVE. CHICAGO IL
6. D COLE, J. STEVEN 1407 CUMMINGS DR. RICHMOND VA

1. DANIEL S. JAFFEE
2. LOUIS T. BLAND, JR.

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: Richard Pietrowski RICHARD PIETROWSKI 2-3-97 (312) 321-1515

CR2E034 (9/96)