

No. **C 35301**

Return to:  
SECRETARY OF STATE  
700 WEST JEFFERSON  
PO BOX 83720  
BOISE, ID 83720-0080

**NO FILING FEE IF  
RECEIVED BY DUE DATE**

**Due no later than March 31, 2004  
Annual Report Form**

1. Mailing Address - Correct in this box, if applicable

XEROX CORPORATION  
TAX DEPT  
CO XEROX CORP BOX 1600

STANFORD, CT 06904

2. Registered Agent and Office **NO PO BOX**

PRENTICE-HALL CORP SYSTEM  
1401 SHORELINE DR STE 2

BOISE, ID 83702

3. New Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held      Name

Street or P.O. Address

City

State

Zip

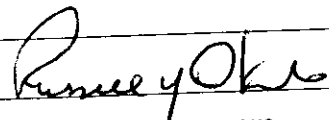
SEE SCHEDULE ATTACHED

5. Organized Under the Laws of:

NEW YORK  
C 35301

6.

Signature



Date

2/13/2004

Name  
(Typed or  
Printed)

RUSSELL Y. OKASAKO

Title

VICE PRESIDENT, TAXES

**Xerox Corporation**  
**Schedule of Directors**  
**4/22/03**

**Director**

**Mailing Address**

**Home Address**

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  
100 Albany Street, Suite 200  
New Brunswick, NJ 08901

8479 Bay Colony Drive, Apartment 2202,  
Naples, FL 34108  
740 Smoke Hollow Trail, Franklin Lakes,  
NJ 07417  
235 Fencerow Drive  
Fairfield, CT 06430

Anne M. Mulcahy

Xerox Corporation  
P. O. Box 1600  
Stamford, CT 06904

88 Central Park West, #8N  
New York, NY 10023

N. J. Nicholas, Jr.

Navy Walk Partners  
Suite 19F, 45 W. 67th Street  
New York, NY 10023

John E. Pepper

The Procter & Gamble Company  
One Procter & Gamble Plaza  
Cincinnati, OH 45202

233 Oliver Road  
Wyoming, OH 45215

# XEROX CORPORATION SCHEDULE OF OFFICERS

02/10/04

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