

No. C 52338

Annual Report Form
Due No Later Than November 30, 1998

C T CORPORATION SYSTEM
300 NORTH SIXTH STREET

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080
NO FEE REQUIRED
*** FIRST NOTICE ***

1. Mailing Address - Please Correct, If Not Correct
UNISOURCE WORLDWIDE, INC.
PO BOX 3000-0935
BERWYN PA 19312

BOISE ID 83701

3. Organized Under the Laws of:
DE C 52338

4. Corporations: Enter Names and Business Addresses of **President, Secretary and Directors**
Limited Liability Companies: Enter Names and Addresses of **Managers** or **Members** (check one)

Office held	Name	Street or P.O. Address	City	State	Zip
See attached.					

5. Signature of New Registered Agent

6. Signature *Patrick J. Farris* Date 7/14/98
Name (Typed or Printed) Patrick J. Farris Title Assistant Secretary

ISSUED: 07-03-1998

DO NOT TAPE OR STAPLE

1140

UNISOURCE WORLDWIDE, INC.

OFFICERS

Name	Title	Business Address	Residential Address	Term
Ray B. Mundt	Chairman and Chief Executive Officer	1100 Cassatt Road Berwyn, PA 19312	300 Thornbrook Ave. Rosemont, PA 19010	1999
Charles F. White	President and Chief Operating Officer	1100 Cassatt Road Berwyn, PA 19312	1204 Denbigh Lane Radnor, PA 19087	1999
Hugh G. Moulton	Executive Vice President and Chief Administrative Officer	1100 Cassatt Road Berwyn, PA 19312	300 Williams Road Ft. Washington, PA 19034	1999
Richard H. Bogan	Senior Vice President and Chief Financial Officer	1100 Cassatt Road Berwyn, PA 19312	130 E. Springwood Ct. Mequon, WI 53092	1999
Thomas A. Decker	Senior Vice President, General Counsel and Secretary	1100 Cassatt Road Berwyn, PA 19312	319 Chester Road Devon, PA 19333	1999
David L. Rhodes, Jr.	Senior Vice President, Sales and Marketing	1100 Cassatt Road Berwyn, PA 19312	820 Turnbridge Rd. Wayne, PA 19087	1999
Kathleen M. Burns	Vice President and Treasurer	1100 Cassatt Road Berwyn, PA 19312	115 Red Rambler Dr. Lafayette Hill, PA 19444	1999
Robert M. McLaughlin	Vice President, Controller and Assistant Treasurer	1100 Cassatt Road Berwyn, PA 19312	504 Montana Ave. Aldan, PA 19018	1999
Stephen R. Becker	Vice President, Human Resources	1100 Cassatt Road Berwyn, PA 19312	517 Annadale Drive Berwyn, PA 19312	1999
Patrick J. Farris	Assistant Secretary	1100 Cassatt Road Berwyn, PA 19312	One Patriot Way Flourtown, PA 19031	1999
Brian P. Lynch	Assistant Secretary	1100 Cassatt Road Berwyn, PA 19312	10 Appletree Court Philadelphia, PA 19106	1999

DIRECTORS

Name	Residential Address	Term
Paul J. Darling, II	915 Ottawa Lane Wilmette, IL 60091	1999
James J. Forese	945 Loch Road Franklin Lakes, NJ 07417	2001
James P. Kelly	c/o United Parcel Service 55 Glenlake Parkway NE Atlanta, GA 30328	2001
Dana G. Mead	145 Radney Road Houston, TX 77024	1999
Ray B. Mundt	300 Thornbrook Ave. Rosemont, PA 19010	2000
Rogelio G. Sada	Villa Las Campanas Km. 272- Carretra Nacional Monterrey, Mexico	2001
James W. Stratton	535 Skippack Pike Blue Bell, PA 19422	2000