



STATE OF ARIZONA
CORPORATION COMMISSION
CORPORATION ANNUAL REPORT
& CERTIFICATE OF DISCLOSURE

Arizona Corporation Commission



00220139

DUE ON OR BEFORE 11/03/2000

FY00-01

FILING FEE \$45.00

The following information is required by A.R.S. §10-1622 & §10-11622 for all corporations organized pursuant to Arizona Revised Statutes, Title 10. The Commission's authority to prescribe this form is A.R.S. §10-121.A. & §10-3121.A. **YOUR REPORT MUST BE SUBMITTED ON THIS ORIGINAL FORM.** Make changes or corrections where necessary. Information for the report should reflect the current status of the corporation. See instructions for proper format. **REFER TO THE INSTRUCTIONS ON PAGE 4.**

RECEIVED

OCT 26 2000

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

F-0006473-9

1. **THE GOODYEAR TIRE & RUBBER COMPANY**
% C T CORPORATION SYSTEM
3225 N CENTRAL AVE
PHOENIX, AZ 85012

Business Phone: _____ (Business phone is optional.)
State of Domicile: **OHIO** Type of Corporation: **PROFIT**

2. Arizona Statutory Agent: **C T CORPORATION SYSTEM**
Street Address: **3225 N CENTRAL AVE**
(**NOT P.O. BOX**)
City, State, Zip: **PHOENIX AZ 85012-**

Use this box only if appointing a new Statutory Agent

ACC USE ONLY

Fee \$ **45**
Penalty \$ _____
Reinstate \$ _____
Expedite \$ _____
Resubmit \$ _____

If appointing a new statutory agent, the new agent **MUST** consent to that appointment by signing below.

I, (individual) or We, (corporation or limited liability company) having been designated the new Statutory Agent, do hereby consent to this appointment until my removal or resignation pursuant to law.

Signature of new Statutory Agent

3. Secondary Address: **1144 E MARKET ST**
(Foreign Corporations are **REQUIRED** to complete this section.) **AKRON, OH 44316**

4. Check the one category below which best describes the CHARACTER OF BUSINESS of your corporation.

BUSINESS CORPORATIONS

1. Accounting ☒ 20. Manufacturing
2. Advertising ☐ 21. Mining
3. Aerospace ☐ 22. News Media
4. Agriculture ☐ 23. Pharmaceutical
5. Architecture ☐ 24. Publishing/Printing
6. Banking/Finance ☐ 25. Ranching/Livestock
7. Barbers/Cosmetology ☐ 26. Real Estate
8. Construction ☐ 27. Restaurant/Bar
9. Contractor ☐ 28. Retail Sales
10. Credit/Collection ☐ 29. Science/Research
11. Education ☐ 30. Sports/Sporting Events
12. Engineering ☐ 31. Technology(Computers)
13. Entertainment ☐ 32. Technology(General)
14. General Consulting ☐ 33. Television/Radio
15. Health Care ☐ 34. Tourism/Convention Services
16. Hotel/Motel ☐ 35. Transportation
17. Import/Export ☐ 36. Utilities
18. Insurance ☐ 37. Veterinary Medicine/Animal Care
19. Legal Services ☐ 38. Other _____

NON-PROFIT CORPORATIONS

1. Charitable
2. Benevolent
3. Educational
4. Civic
5. Political
6. Religious
7. Social
8. Literary
9. Cultural
10. Athletic
11. Science/Research
12. Hospital/Health Care
13. Agricultural
14. Animal Husbandry
15. Homeowner's Association
16. Professional, commercial
industrial or trade association
17. Other _____

5. CAPITALIZATION: (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate.

Number of Shares/Certificates Authorized

Class

Series Within Class (if any)

300,000,000

Common

Number of Shares/Certificates Issued

Class

Series Within Class (if any)

50,000,000

Preferred

6. SHAREHOLDERS: (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

List shareholders holding more than 20% of any class of shares issued by the corporation, or having more than a 20% beneficial interest in the corporation. **Please Type or Print Clearly.**

Name: None Listed

Name:

NONE ☐

Name:

Name:

7. OFFICERS**Please Type or Print Clearly.**

Name: Samir G Gibara

Name: Robert J Keegan

Title: Chairman of the Board and CEO

Title: President, Chief Operating Officer

Address: 1144 E. Market Street

Address: 1144 E. Market Street

Akron, Ohio 44316-0001

Akron, Ohio 44316-0001

Date taking office: 10-6-92

Date taking office: 10-01-00

Name: Patricia A Kempf

Name: Bertram Bell

Title: Assistant Secretary

Title: Assistant Secretary

Address: 1144 E. Market Street

Address: 1144 E. Market Street

Akron, Ohio 44316-0001

Akron, Ohio 44316-0001

Date taking office: 8-1-84

Date taking office: 8-1-00

See also the attached list

8. DIRECTORS**Please Type or Print Clearly.**

Name: Samir G Gibara

Name: Robert J Keegan

Address: 1144 E. Market Street

Address: 1144 E. Market Street

Akron, Ohio 44316-0001

Akron, Ohio 44316-0001

Date taking office: 10-6-92

Date taking office: 10-01-00

Name: John G Breen

Name: William E Butler

Address: Cleveland, Ohio

Address: Cleveland, Ohio

Date taking office: 01-07-92

Date taking office: 02-08-95

See also the attached list

THE GOODYEAR TIRE & RUBBER COMPANY

ELECTED OFFICERS:

Samir G Gibara	Chairman of the Board and Chief Executive Officer
Robert J Keegan	President and Chief Operating Officer
Robert W Ticken	Executive Vice President and Chief Financial Officer
John C Polhemus	President North American Tire
Ottavio J Mallamaci	President Engineered Products
Timothy R Toppen	President Chemical Division
Christopher W Clark	President Latin America Region
Sylvain G Valensi	President European Union Region
Michael J Roney	President Eastern Europe Africa and Middle East Region
Hugh D Pace	President Asia Region
W James Fish	Senior Vice President Global Human Resources
Vernon L Dunckel	Senior Vice President Global Product Supply
Joseph M Gingo	Senior Vice President Technology and Global Products Planning
C Thomas Harvie	Senior Vice President General Counsel and Secretary
John P Perduyn	Senior Vice President Global Communications
Clark E Sprang	Senior Vice President Business Development and Integration
Stephanie W Bergeron	Vice President and Treasurer
Donald D Harper	Vice President (Human Resources Planning Development and Change)
William M Hopkins	Vice President (Global Products Marketing and Technology Planning)
Kenneth B Kleckner	Vice President (Global Engineering and Manufacturing Technology)
Gary A Miller	Vice President (Purchasing)
John W Richardson	Vice President (Finance North American Tire)
Richard J Steichen	Vice President (Corporate Research)
Eric A Berg	Vice President (Chief Information Officer)
Richard J Kramer	Vice President (Corporate Finance)
Patricia A Kempf	Assistant Secretary
Bertram Bell	Assistant Secretary
Anthony E Miller	Assistant Secretary

Business address for all officers: 1144 East Market Street
Akron, Ohio 44316-0001

**DIRECTORS
OF
THE GOODYEAR TIRE & RUBBER COMPANY**

<u>NAME AND TITLE</u>	<u>BUSINESS ADDRESS</u>
Breen, John G	101 Prospect Avenue NW Cleveland, Ohio 44115
Butler, William E	1144 East Market Street Akron, Ohio 44316-0001
Cruikshank, Thomas H	Sterling Plaza, Suite 860 5949 Sherry Lane Dallas, Texas 75225
Farley, Katherine G	520 Madison Avenue New York, New York 10022
Fogarty, Edward T	40 Contentment Island Road Darien, Connecticut 06820
Hudson Jr, William J	1144 East Market Street Akron, Ohio 44316-0001
Keegan, Robert J	1144 East Market Street Akron, Ohio 44316-0001
Minter, Steven A	1400 Hanna Building Cleveland, Ohio 44115
Pytte, Agnar	1144 East Market Street Akron, Ohio 44316-0001
Schofield, George H	1144 East Market Street Akron, Ohio 44316-0001
Turner, William C	5434 East Lincoln Drive, #74 Scottsdale, Arizona 85253-4118
Walker, Martin D	24500 Center Ridge Road, #275 Westlake, Ohio 44145
Gibara, Samir G	1144 East Market Street Akron, Ohio 44316-0001

9. FINANCIAL DISCLOSURE (A.R.S. §§10-1622.B & 10-11622.A.9)

Only nonprofit corporations must **attach** a financial statement (balance sheet including assets, liabilities and equity). All other forms of corporations are exempt from filing a financial disclosure.

9A. MEMBERS (A.R.S. § 10-11622.A.6) Nonprofit Corporations Only

This corporation **does** ☐ **does not** ☐ have members.

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-11622.A.7)

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and person controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been: [Underlined portion pertains to profit corporations only]

1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate?
2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate?
3. Or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding execution of this certificate where such injunction, judgment, decree or permanent order involved the violation of:
 - (a) fraud or registration provisions of the securities laws of that jurisdiction, or
 - (b) the consumer fraud laws of that jurisdiction, or
 - (c) the antitrust or restraint of trade laws of that jurisdiction?

One box **must** be marked:

YES ☐

NO ☒

If "YES", the following information must be submitted as an attachment to this report for each person subject to one or more of the actions stated in items 1. through 3. above.

- | | |
|---|---|
| 1. Full name and prior names used. | 5. Date and location of birth. |
| 2. Full birth name. | 6. Social Security Number |
| 3. Present home address. | 7. The nature and description of each conviction or judicial action; the date and location; the court and public agency involved, and the file or cause number of the case. |
| 4. Prior addresses (for immediate preceding 7 year period). | |

11. STATEMENT OF BANKRUPTCY (A.R.S. §§10-202.D.2 & 10-3202.02)

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and person controlling or holding more than 20% of the issued and outstanding common shares or 20% of any other proprietary, beneficial or membership interest in the corporation served in such capacity or held a 20% interest in any other corporation during the bankruptcy, receivership, or charter revocation of the other corporation? [Underlined portion pertains to profit corporations only]

One box **must** be marked:

YES ☐

NO ☒

Chapter _____ Date Filed _____ Case Number _____

If "YES", the following information must be submitted as an attachment to this report for each person subject to the statement above.

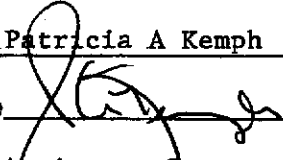
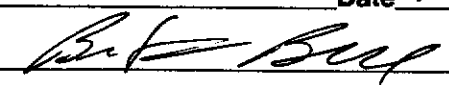
- 1) The names and addresses of each corporation and the person or persons involved. 2) The state in which each corporation was incorporated b) transacted business. 3) The dates of corporate operation.

12. SIGNATURES

CAUTION: Annual Reports must be signed by a duly authorized officer. Annual Reports submitted with incorrect signatures will be rejected.

I DECLARE, UNDER PENALTY OF LAW, THAT ALL CORPORATE INCOME TAX RETURNS REQUIRED BY TITLE 43 OF THE ARIZONA REVISED STATUTES HAVE BEEN FILED WITH THE ARIZONA DEPARTMENT OF REVENUE.

I further declare under penalty of law that I (we) have examined this report and the certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

Name	<u>Patricia A Kempf</u>	Date	<u>10/6/00</u>	Name	<u>Bertram Bell</u>	Date	<u>10/6/00</u>
Signature		Signature					
Title	<u>Assistant Secretary</u>	Title	<u>Assistant Secretary</u>				

(Signator(s) must be duly authorized corporate officer(s) listed in section 7 of this report.)