

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

FILED
Apr 28 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 # 809612

(5)

1. Corporation Name
BAUSCH & LOMB INCORPORATED



Principal Place of Business
**ONE BAUSCH AND LOMB PLACE
 TAX DEPT
 ROCHESTER NY 14604-201
 US**

Mailing Address
**ONE LINCOLN FIRST SQUARE -
 POST OFFICE BOX 64
 ROCHESTER NY 14601-0064 -
 US**

3. Date Incorporated or Qualified **01/02/1954** 3a. Date of Last Report **03/15/1996**

2. Principal Place of Business

2a. Mailing Address

4. FEI Number **16-0345235** Applied For
 Not Applicable

21 Suite, Apt. #, etc.

26 **One Bausch & Lomb Place**

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

22 City & State

27 **c/o Tax Dept.**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

23 Zip

28 **Rochester, NY**

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

24 **14604-2701** 25 Country

29 **14604-2701** 30 **USA**

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	SVP	<input type="checkbox"/> DELETE
NAME	MCCLUSKI, STEPHEN C.	
STREET ADDRESS	23 CHELSEA PARK	
CITY - ST - ZIP	PITTSFORD NY	
TITLE	DC	<input type="checkbox"/> DELETE
NAME	WALTRIP, WILLIAM	
STREET ADDRESS	ONE BAUSCH AND LOMB PLACE	
CITY - ST - ZIP	ROCHESTER NY	
TITLE	DEVP	<input checked="" type="checkbox"/> DELETE
NAME	HOLMES, JAY T.	
STREET ADDRESS	75 DOUGLAS RD.	
CITY - ST - ZIP	ROCHESTER, NY 00000	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	RESNICK, ALAN H.	
STREET ADDRESS	4213 ST PAUL BLVD.	
CITY - ST - ZIP	ROCHESTER, NY 0	
TITLE	SVPS	<input type="checkbox"/> DELETE
NAME	HELLRUNG, STEPHEN	
STREET ADDRESS	4230 E AVE	
CITY - ST - ZIP	ROCHESTER NY	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

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 checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	D
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	DPCEO
3.3 STREET ADDRESS	Carpenter, William M.
3.4 CITY - ST - ZIP	36 Knollwood Drive Rochester, NY 14618
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 checked="" type="checkbox"/> Addition
6.2 NAME	See
6.3 STREET ADDRESS	Attached
6.4 CITY - ST - ZIP	Schedules

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: **X** *Alan H. Resnick* **Alan H. Resnick** Date **4.14.97** Daytime Phone **716-338-6000**

CR2E034 (9/96)

BAUSCH & LOMB INCORPORATED
ROCHESTER, NEW YORK
NAMES/ADDRESSES OF OFFICERS

<i>Name and Title</i>	<i>Business Address</i>	<i>Date Office Taken</i>
William H. Waltrip Chairman	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	01/01/97
William M. Carpenter President and Chief Executive Officer	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	01/01/97

SENIOR VICE PRESIDENTS

Daryl M. Dickson Sr. Vice President - Human Resources	One Bausch & Lomb Place Rochester, NY 14604-2701	10/21/96
Dr. Henry L. Foster Sr. Vice President and Chairman - Charles River Laboratories, Inc.	251 Ballardvale Street Wilmington, MA 01887 (508) 658-6000	04/22/86
James C. Foster Sr. Vice President, President and Chief Executive Officer - Charles River Laboratories, Inc.	251 Ballardvale Street Wilmington, MA 01887 (508) 658-6000	12/23/91

<i>Name and Title</i>	<i>Business Address</i>	<i>Date Office Taken</i>
Dwain L. Habs Sr. Vice President - International Operations	Bausch & Lomb House 106-114 London Road Kingston-Upon-Thames Surrey, England KT1 6QJ 44-181-781-5500	09/03/96
Stephen A. Hellrung Sr. Vice President, Secretary, and General Counsel	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	04/25/85
James E. Kanaley Sr. Vice President and President - North American Vision Care	1400 North Goodman Street P. O. Box 450 Rochester, NY 14692-0450 (716) 338-6000	04/23/81
Stephen C. McCluski Sr. Vice President - Finance	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	03/01/94
Thomas M. Riedhammer, Ph.D Sr. Vice President and President - Worldwide Pharmaceutical, Surgical and Hearing Care Products	8500 Hidden River Parkway Tampa, FL 33637 (813) 975-7700	12/15/92
Carl E. Sassano Executive Vice President and President - Vision Care	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	12/16/86

<i>Name and Title</i>	<i>Business Address</i>	<i>Date Office Taken</i>
VICE PRESIDENTS		
Alan P. Dezier Vice President and President - North American Vision Care	1400 North Goodman Street Rochester, NY 14609 (716) 338-6000	04/25/95
Jean F. Geisel Assistant Secretary	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	06/23/86
Michael T. Gilken Vice President and President - U.S. Eyewear	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	06/25/96
James T. Horn Corp. Vice President and Vice President - Global Product Supply - Eyewear	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	12/13/94
Barbara M. Kelley Vice President - Public Affairs	One Bausch & Lomb Place Rochester, NY 14601 (716) 338-6000	04/27/93
Jurij Z. Kushner Vice President - Controller	One Bausch & Lomb Place Rochester, NY 14601 (716) 338-6000	02/28/95
James F. Milton Vice President and President - Japan	B.L.J. Company Ltd. 5-5-1 Shiba Minato-ku, Tokyo 108, Japan 81-3-3455-5651	12/13/94

<i>Name and Title</i>	<i>Business Address</i>	<i>Date Office Taken</i>
Suzena J. Osbaldeston Vice President and President - U.S. Soft Contact Lens Business	1400 North Goodman Street Rochester, NY 14609 (716) 338-6000	06/25/96
W. Jeff Pontius Vice President and Global Business Manager - Eyewear	One Bausch & Lomb Plaza Rochester, NY 14604-2701	04/01/96
Alan H. Resnick Vice President - Treasurer	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	04/29/82
Robert F. Thompson Vice President and President - U.S. Lens Care	1400 N. Goodman Street Rochester, NY 14609 (716) 338-6000	12/14/93
James J. Ward Vice President - Audit Services	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	09/28/83
David G. Whalen Vice President and President - Europe, Middle East & Africa Division	106-114 London Road Kingston-Upon-Thames Surrey, KT2 6QJ, England	12/10/96

BAUSCH & LOMB INCORPORATED
ROCHESTER, NEW YORK
BOARD OF DIRECTORS

<i>Name</i>	<i>Business Address</i>	<i>Date Office Taken</i>
Franklin E. Agnew	600 Grant Street, Suite 660 Pittsburgh, PA 15219	4/27/82
William Balderston III	The Chase Manhattan Bank One Chase Square Rochester, NY 14643	4/25/89
William M. Carpenter	Bausch & Lomb Inc. One Bausch & Lomb Place Rochester, NY 14604-2701	5/10/96
Ruth R. McMullin		4/28/87
John R. Purcell	Grenadier Associates Ltd. 1415 U.S. Highway One, Suite 310 Juno Beach, FL 33408	4/27/76

<i>Name</i>	<i>Business Address</i>	<i>Date Office Taken</i>
Linda Johnson Rice	Johnson Publishing Company 820 South Michigan Avenue Chicago, IL 60605	4/24/90
Alvin W. Trivelpiece, Ph.D.	8 Rivers Run Way Oak Ridge, TN 37830	4/25/89
William H. Waltrip	Bausch & Lomb Incorporated One Bausch & Lomb Place Rochester, NY 14604-2701	4/23/85
Kenneth L. Wolfe	Hershey Foods Corporation 100 Crystal A Drive Hershey, PA 17033	4/25/89
Domenico DeSole	Gucci Group N.V. Via Don Lorenzo Perosi, 6 50018 Scandicci, Florence, Italy	10/21/96
Jonathan S. Lincen	American Express Company 200 Vesey Street New York, NY 10285	10/21/96