

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

**FILED**

**May 04 1998 8:00am  
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 809612 (5)**

1. Corporation Name  
**BAUSCH & LOMB INCORPORATED**



Principal Place of Business <b>ONE BAUSCH AND LOMB PLACE TAX DEPT ROCHESTER NY 14604-701 US</b>	Mailing Address <b>ONE BAUSCH AND LOMB PLACE C/O TAX DEPT ROCHESTER NY 14604-2701 US</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

3. Date Incorporated or Qualified <b>01/02/1954</b>	
4. FEI Number <b>16-0345235</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

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

10. Name and Address of New Registered Agent

81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>SVP</b>	1.1 TITLE	<b>SVP CFO</b>
NAME	<b>MCCLUSKI, STEPHEN C.</b>	1.2 NAME	
STREET ADDRESS	<b>23 CHELSEA PARK</b>	1.3 STREET ADDRESS	<b>35 Wexford Glen</b>
CITY-ST-ZIP	<b>PITTSFORD NY</b>	1.4 CITY-ST-ZIP	
TITLE	<b>D</b>	2.1 TITLE	
NAME	<b>WALTRIP, WILLIAM</b>	2.2 NAME	
STREET ADDRESS	<b>ONE BAUSCH AND LOMB PLACE</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>ROCHESTER NY</b>	2.4 CITY-ST-ZIP	
TITLE	<b>DPCE</b>	3.1 TITLE	
NAME	<b>CARPENTER, WILLIAM M</b>	3.2 NAME	
STREET ADDRESS	<b>98 KNOLLWOOD DRIVE</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>ROCHESTER NY</b>	3.4 CITY-ST-ZIP	
TITLE	<b>VT</b>	4.1 TITLE	
NAME	<b>RESNICK, ALAN H.</b>	4.2 NAME	
STREET ADDRESS	<b>4213 ST PAUL BLVD.</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>ROCHESTER, NY 0</b>	4.4 CITY-ST-ZIP	
TITLE	<b>SVPS</b>	5.1 TITLE	<b>S</b>
NAME	<b>HELLRUNG, STEPHEN</b>	5.2 NAME	<b>Geisel, Jean F.</b>
STREET ADDRESS	<b>4230 E AVE</b>	5.3 STREET ADDRESS	<b>139 Sheldon Rd.</b>
CITY-ST-ZIP	<b>ROCHESTER NY</b>	5.4 CITY-ST-ZIP	<b>Honeoye Falls, NY 14472</b>
TITLE		6.1 TITLE	
NAME		6.2 NAME	<b>See Attached Schedules</b>
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

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CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I 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 from an attachment with an address.

SIGNATURE \_\_\_\_\_

CR2E034 (10/97)

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

<i>Name</i>	<i>SS #</i>	<i>Business Address</i>	<i>Residence Address</i>	<i>Date Office Taken</i>
William H. Waltrip Chairman	443-32-9196	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	1261 Pequot Avenue Southport, CT 06490	01/01/97
William M. Carpenter President and Chief Executive Officer	321-44-0251	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	36 Knollwood Drive Rochester, NY 14618	01/01/97
<b>EXECUTIVE VICE PRESIDENTS</b>				
Dwain L. Hahs Executive Vice President and President, Global Eyewear	490-56-6393	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	18 Inverness Circle Fairport, NY 14450	04/01/97
Carl E. Sassano Executive Vice President and President Global Vision Care	058-42-6379	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	42 Sunrise Park Pittsford, NY 14534	12/10/96
<b>SENIOR VICE PRESIDENTS</b>				
Daryl M. Dickson Sr. Vice President, Human Resources	380-58-5660	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	6 Dartmouth Court Pittsford, NY 14534	10/21/96

Name	SS #	Business Address	Residence Address	Date Office Taken
James C. Foster Sr. Vice President, President and Chief Executive Officer, Charles River Laboratories, Inc.	031-36-1601	251 Ballardvale Street Wilmington, MA 01887 (508) 658-6000	16 Hancock Road Weston, MA 02193	01/24/95
Stephen C. McCluski Sr. Vice President and Chief Financial Officer	074-44-4913	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	35 Wexford Glen Pittsford, NY 14534	02/28/95
Thomas M. Riedhammer, Ph.D Sr. Vice President and President Worldwide Pharmaceutical, Surgical and Hearing Care Products	068-40-7662	8500 Hidden River Parkway Tampa, FL 33637 (813) 975-7700	309 Hidden Lake Drive Brandon, FL 33511	12/13/92
Robert B. Stiles Sr. Vice President and General Counsel	079-42-7397	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	1010 Allens Creek Road Rochester, NY 14618	06/24/97
<b>VICE PRESIDENTS</b>				
Robert D. Colangelo Vice President and Chief Information Officer	125-56-4911	One Bausch & Lomb Place Rochester, NY 14609-2701 (716) 338-6000	1925 Clark Road Penfield, NY 14526	11/1/97
Alan P. Dozier Vice President and President, North American Vision Care	231-86-2726	1400 N. Goodman Street Rochester, NY 14609 (716) 338-6000	7 Sunrise Park Pittsford, NY 14534	04/25/95
Alan H. Farnsworth Vice President, Business Development	079-44-0293	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	18 Countryside Road Fairport, NY 14450	07/21/97

<i>Name</i>	<i>SS #</i>	<i>Business Address</i>	<i>Residence Address</i>	<i>Date Office Taken</i>
James T. Horn Vice President Global Product Supply, Eyewear	403-58-0464	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	20 Arbor Creek Pittsford, NY 14534	12/13/94
Barbara M. Kelley Vice President, Corporate Communications	088-38-9948	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	346 Beach Avenue Rochester, NY 14612	04/27/93
Jurij Z. Kushner Vice President - Controller	110-38-3479	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	8 Foxboro Lane Fairport, NY 14450	02/28/95
Thomas W. Lance Vice President, Global Operations, Vision Care	012-46-5238	1400 N. Goodman Street Rochester, NY 14609 (716) 338-6000	159 Woodcreek Pittsford, NY 14534	07/21/97
John M. Loughlin President, North Asia Division	070-38-2366	Suites 906-912 Cityplaza 4 Taikoooshing, Hong Kong 852-2886-1728	1893 Tower 17, Hong Kong Parkview 88 Tai Tam Reservoir Road Hong Kong	07/21/97
Read McNamara President, Latin America Division	040-42-4919	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 33-6000	777 Allens Creek Road Rochester, NY 14618	07/21/97
James F. Milton Vice President and President, Japan	105-40-5467	Bausch & Lomb Japan Tower B-O-mori Bellport 6-26-2, Minami-Oi Shinagawa-ku, Tokyo 140 Japan	Domus Hiroo West #501 1-5-5 Hiroo Shibuya-ku-Tokyo 150, Japan	12/13/94

<i>Name</i>	<i>SS #</i>	<i>Business Address</i>	<i>Residence Address</i>	<i>Date Office Taken</i>
Steven J. Osbaldeston Vice President, Marketing, North American Vision Care	058-84-8905	1400 North Goodman Street Rochester, NY 14609 (716) 338-6000	60 McCoord Woods Drive Fairport, NY 14450	06/25/96
Angela Panzarella Vice President, Investor Relations	131-54-5958	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	13 Carefree Lane Hilton, NY 14468	07/21/97
W. Jeff Pontius Vice President Global Business Manager, Eyewear	358-52-2303	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	5 Sunrise Park Pittsford, NY 14534	04/01/96
Alan H. Resnick Vice President, Treasurer	023-32-0510	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	4213 St. Paul Blvd. Rochester, NY 14617	04/29/82
J. Paul Ruddlesdin Vice President and President of Vision Care, Europe, Middle East and Africa Division	(Not on system)	Bausch & Lomb House 106-114 London Road Kingston-Upon-Thames Surrey KT2 6QJ England	Online Rodona Road St. Georges Hill Weybridge Surrey KT13 ONP England	12/8/97
James J. Ward Vice President, Re-engineering Initiatives	160-30-1531	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	44 Sheldon Road Honeoye Falls, NY 14472	09/28/83
David G. Whalen Vice President and President, North American Eyewear	032-38-9518	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	159 Woodcreek Pittsford, NY 14534	07/21/97

<b>SECRETARY</b>	<i>Name</i>	<i>SS #</i>	<i>Business Address</i>	<i>Residence Address</i>	<i>Date Office Taken</i>
	Jean F. Geisel Secretary	170-34-1248	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	139 Sheldon Road Honeoye Falls, NY 14472	07/22/97

**BAUSCH & LOMB INCORPORATED**  
**ROCHESTER, NEW YORK**  
**BOARD OF DIRECTORS**

<i>Name</i>	<i>Business Address</i>	<i>Residence Address</i>
<b>Franklin E. Agnew</b>	600 Grant Street, Suite 660 Pittsburgh, PA 15219	170 Forest Drive Pittsburgh, PA 15238
<b>William Balderston III</b>	The Chase Manhattan Bank One Chase Square Rochester, NY 14643	28 Whitestone Lane Rochester, NY 14618
<b>William M. Carpenter</b>	Bausch & Lomb Inc. One Bausch & Lomb Place Rochester, NY 14604-2701	36 Knollwood Drive Rochester, NY 14618
<b>Domenico De Sole</b>	Gucci Group N.V. Via Don Lorenzo Perosi, 6 50018 Scandicci, Florence, Italy	Villa LaQuerce Via Imprunetana Per Tavarnuzze, 30 50023 Impruneta Firenze, Italy
<b>Jonathan S. Linen</b>	American Express Company 200 Vesey Street New York, NY 10285	17 Lenox Road Summit, NJ 07901

<i>Name</i>	<i>Business Address</i>	<i>Residence Address</i>
<b>Ruth R. McMullin</b>	8 Breckenridge Lane Savannah, GA 31411	8 Breckenridge Lane Savannah, GA 31411
<b>John R. Purcell</b>	Grenadier Associates Ltd. 14155 U.S. Highway One, Suite 310 Juno Beach, FL 33408	12300 Banyan Road N. Palm Beach, FL 33408
<b>Linda Johnson Rice</b>	Johnson Publishing Company 820 South Michigan Avenue Chicago, IL 60605	1040 North Lakeshore Dr., Apt. 35B Chicago, IL 60611
<b>Alvin W. Trivelpiece, Ph.D.</b>	8 Rivers Run Way Oak Ridge, TN 37830	8 Rivers Run Way Oak Ridge, TN 37830
<b>William H. Waltrip</b>	Bausch & Lomb Incorporated One Bausch & Lomb Place Rochester, NY 14604-2701	1261 Pequot Avenue Southport, CT 06490
<b>Kenneth L. Wolfe</b>	Hershey Foods Corporation 100 Crystal A Drive Hershey, PA 17033	1203 Quail Hollow Road Hummelstown, PA 17036