

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

FILED
May 10, 1999 8:00 am
Secretary of State

05-10-1999 90191 029 ***150.00

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 809612

1. Corporation Name
BAUSCH & LOMB INCORPORATED

Principal Place of Business ONE BAUSCH AND LOMB PLACE TAX DEPT ROCHESTER NY 14604-701 US	Mailing Address ONE BAUSCH AND LOMB PLACE C/O TAX DEPT ROCHESTER NY 14604-2701 US
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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 Country	28 Zip Country
24	29
25	30

3. Date Incorporated or Qualified 01/02/1954	
4. FEI Number 16-0345235	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. <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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	SVP	<input type="checkbox"/> DELETE
NAME	MCCLUSKI, STEPHEN C.	
STREET ADDRESS	35 WEXFORD GLEN	
CITY-ST-ZIP	PITTSFORD NY	
TITLE	D	<input type="checkbox"/> DELETE
NAME	WALTRIP, WILLIAM	
STREET ADDRESS	ONE BAUSCH AND LOMB PLACE	
CITY-ST-ZIP	ROCHESTER NY	
TITLE	DPCE	<input type="checkbox"/> DELETE
NAME	CARPENTER, WILLIAM M	
STREET ADDRESS	36 KNOLLWOOD DRIVE	
CITY-ST-ZIP	ROCHESTER NY	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	RESNICK, ALAN H.	
STREET ADDRESS	4213 ST PAUL BLVD.	
CITY-ST-ZIP	ROCHESTER, NY 0	
TITLE	S	<input type="checkbox"/> DELETE
NAME	GEISEL, J	
STREET ADDRESS	139 SHELDON RD	
CITY-ST-ZIP	HONCOYE FALLS NY 14472	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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 type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
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 type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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, or on an attachment with an address, with all other like empowered.

SIGNATURE: *John A. ...* DATE: **4/22/99** DAYTIME PHONE #: **716-338-6000**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/98)

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

Name and Title	Business Address	Date Office Taken
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
EXECUTIVE VICE PRESIDENTS		
Dwain L. Hahs Executive Vice President and President, Global Eyewear	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	04/01/97
Carl E. Sassano Executive Vice President and President, Global Vision Care	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	12/10/96
SENIOR VICE PRESIDENTS		
Daryl M. Dickson Sr. Vice President, Human Resources	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	10/21/96

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Name	Business Address	Date Office Taken
Ruth R. McMullin	8 Breckenridge Lane Savannah, GA 31411	4/28/87
John R. Purcell	Grenadier Associates Ltd. 14155 U.S. Highway One, Suite 310 Juno Beach, FL 33408	4/27/76
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

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Name and Title	Business Address	Date Office Taken
James C. Foster Sr. Vice President, President and Chief Executive Officer, Charles River Laboratories, Inc.	251 Ballardvale Street Wilmington, MA 01887 (508) 658-6000	01/24/95
Stephen C. McCluski Sr. Vice President and Chief Financial Officer	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	02/28/95
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	12/31/94
Robert B. Stiles Sr. Vice President and General Counsel	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	06/24/97
VICE PRESIDENTS		
Omar Casals Vice President and President, South Asia Division	Level 4, 113 Wicks Road North Ryde, New South Wales 2113 Australia	
Robert D. Colangelo Vice President and Chief Information Officer	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	11/1/97

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Name and Title	Business Address	Date Office Taken
Alan P. Dozier Vice President and President, North American Vision Care	1400 North Goodman Street Rochester, NY 14609 (716) 338-6000	01/24/97
Hakan Edstrom Vice President and President Bausch & Lomb Surgical	555 West Arrow Highway Claremont, CA 91711	
Alan H. Farnsworth Vice President, Business Development	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	07/21/97
James T. Horn Vice President Global Product Supply, Eyewear	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	05/10/96
Barbara M. Kelley Vice President, Corporation Communications	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	04/27/93
Jurij Z. Kushner Vice President, Controller	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	02/28/95
Thomas W. Lance Vice President, Global Operations, Vision Care	1400 N. Goodman Street Rochester, NY 14604-2701 (716) 338-6000	7/21/97

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Name and Title	Business Address	Date Office Taken
John M. Loughlin President, North Asia Division	Suites 906-912 Cityplaza 4 Taikooshing, Hong Kong 852-2886-1728	07/21/97
Steve Markwell Vice President and President - Eyewear Europe, Middle East and Africa Division	Bausch & Lomb House 106-114 London Road Kingston-Upon-Thames Surrey KT26QJ England	
Read McNamara Vice President and President, Latin American Division	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	07/21/97
James F. Milton Vice President and President, Japan	Bausch & Lomb Japan Tower B, O-mori Bellport 6-26-2, Minami-Oi Shinagawa-ku, Tokyo 140-0013 Japan	12/13/94
Steven J. Osbaldeston Vice President, Marketing, North American Vision Care	1400 North Goodman Street Rochester, NY 14609 (716) 338-6000	06/25/96

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Name and Title	Business Address	Date Office Taken
Angela J. Panzarella Vice President, Investor Relations	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	07/21/97
Alan H. Resnick Vice President, Treasurer	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	04/22/86
J. Paul Ruddlesdin Vice President and President, Europe, Middle East and Africa Division	Bausch & Lomb House 106-114 London Road Kingston-Upon-Thames Surrey KT2 6QJ England	07/21/97
James J. Ward Vice President, Re-engineering Initiatives	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	05/27/97
David G. Whalen Vice President and President, North American Eyewear	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	07/21/97
SECRETARY		
Jean F. Geisel Secretary	One Bausch & Lomb Place Rochester, NY 14604-2701 (716) 338-6000	07/22/97

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

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Name	Business Address	Date Office Taken
Franklin E. Agnew	600 Grant Street, Suite 660 Pittsburgh, PA 15219	4/27/82
William M. Carpenter	Bausch & Lomb Inc. One Bausch & Lomb Place Rochester, NY 14604-2701	5/10/96
Domenico DeSole	Gucci Group N.V. 24 Grafton Street W1X 3LD London United Kingdom	10/21/96
Jonathan S. Linen	American Express Company 200 Vesey Street New York, NY 10285	10/21/96