


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

**FILED**  
**May 05 1998 8:00am**  
**Secretary of State**

<b>PROFIT CORPORATION ANNUAL REPORT 1998</b>		<b>FLORIDA DEPARTMENT OF STATE</b> <b>Sandra B. Mertham</b> Secretary of State <b>DIVISION OF CORPORATIONS</b>
--	---	---

**DOCUMENT #** #813294 (6)  
 1. Corporation Name  
 Merrill Lynch Pierce Fenner & Smith Incorporated

<b>Principal Place of Business</b> World Financial Center, North Tower 250 Vesey Street New York, NY 10281 US	<b>Mailing Address</b> 100 Church Str. 12TH Floor New York, NY 10080-6512
---	---

<b>3. Date Incorporated or Qualified</b> 01/02/1959	<b>3a. Date of Last Report</b> Jan. 23, 1997
<b>4. FEI Number</b> 13-5674085	<b>Applied For</b> <input type="checkbox"/> Not Applicable
<b>5. Certificate of Status Desired</b> <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
<b>6. Election Campaign Financing Trust Fund Contribution</b> <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
<b>8. This corporation has liability for intangible tax under s. 199.032 Florida Statutes</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

<b>2. Principal Place of Business</b>	<b>2a. Mailing Address</b>
1 Suite, Apt. # etc.	26 Suite, Apt. # etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
4	30

**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**

<b>81</b> Name
<b>82</b> Street Address (P.O. Box Number is Not Acceptable)
<b>83</b>
<b>84</b> City <b>FL</b> <b>85</b> Zip Code

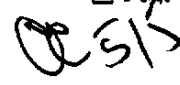
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. 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**

TITLE	<input type="checkbox"/> DELETE
NAME	<b>SEE</b>
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	<b>EXHIBIT "A"</b>
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

**13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12**

11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Add:
12 NAME	
13 STREET ADDRESS	
14 CITY-ST-ZIP	
21 TITLE	
22 NAME	
23 STREET ADDRESS	
24 CITY-ST-ZIP	
31 TITLE	
32 NAME	
33 STREET ADDRESS	
34 CITY-ST-ZIP	
41 TITLE	
42 NAME	
43 STREET ADDRESS	
44 CITY-ST-ZIP	
51 TITLE	
52 NAME	<b>700002512617</b> <b>-05/06/98--01015--013</b> <b>***300.00</b>
53 STREET ADDRESS	
54 CITY-ST-ZIP	
61 TITLE	
62 NAME	
63 STREET ADDRESS	
64 CITY-ST-ZIP	

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 is based 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 by 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 of each page, or on an attachment, with an address.

Exhibit A

By 2/03

Officers of

MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED

April 27, 1998

<u>Name and Title</u>	<u>Business Address</u>
Stephen L. Hammerman Chairman of the Board Director	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1332
Herbert M. Allison, Jr. President & Chief Executive Officer Director	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1308
David H. Komansky Director	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1308
John L. Steffens Vice Chairman of the Board Director	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1308
Thomas W. Davis Executive Vice President	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1332
Barry S. Friedberg Executive Vice President	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1332
Edward L. Goldberg Executive Vice President	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1332
Jerome P. Kenney Executive Vice President	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1332
E. Stanley O'Neal Executive Vice President	North Tower World Financial Center 250 Vesey Street New York, NY 10281-1332

02 3 of 3

**Thomas H. Patrick**  
Executive Vice President

North Tower  
World Financial Center  
250 Vesey Street  
New York, NY 10281-1332

**Winthrop H. Smith, Jr.**  
Executive Vice President

North Tower  
World Financial Center  
250 Vesey Street  
New York, NY 10281-1325

**Roger M. Vasey**  
Executive Vice President

North Tower  
World Financial Center  
250 Vesey Street  
New York, NY 10281-1332

**Michael J. Castellano**  
Senior Vice President  
Chief Financial Officer

North Tower  
World Financial Center  
250 Vesey Street  
New York, NY 10080-1331

**Theresa Lang**  
Senior Vice President  
Treasurer

South Tower  
World Financial Center  
225 Liberty Street  
New York, NY 10080-6105

**Andrea L. Dulberg**  
Secretary

100 Church Street, 12th Floor  
New York, NY 10080-6512

---