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**Jan 30 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 # 837553 (7)
1. Corporation Name
UNITED STATES TRUST COMPANY OF NEW YORK



Principal Place of Business
**114 WEST 47TH STREET
NEW YORK NY 10036**

Mailing Address
**114 WEST 47TH STREET
NEW YORK NY 10036-1510**

3. Date Incorporated or Qualified
12/16/1976

3a. Date of Last Report
02/14/1996

4. FEI Number
13-5458966

Applied For
Not Applicable

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

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

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

2. Principal Place of Business
21 Suite, Apt. #, etc.
22 City & State
23 Zip Country
24

2a. Mailing Address
26 Suite, Apt. #, etc.
27 City & State
28 Zip Country
29 30

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
1200 SOUTH 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 **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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	BAUM, ELEANOR	
STREET ADDRESS	51 ASTOR PLACE	
CITY - ST - ZIP	NEW YORK NY	
TITLE	DP	<input type="checkbox"/> DELETE
NAME	MAURER, JEFFREY S.	
STREET ADDRESS	10 CLOVER DRIVE	
CITY - ST - ZIP	GREAT NEACK NY	
TITLE	DC	<input type="checkbox"/> DELETE
NAME	SCHWARZ, MARSHALLH.	
STREET ADDRESS	1220 PARK AVE	
CITY - ST - ZIP	NEW YORK NY	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BUTLER, SAMUEL C	
STREET ADDRESS	825 EIGHTH AVENUE	
CITY - ST - ZIP	NEW YORK NY	
TITLE	DV	<input type="checkbox"/> DELETE
NAME	TAYLOR, FREDERICK B.	
STREET ADDRESS	114 WEST 47TH STREET	
CITY - ST - ZIP	NEW YORK NY	
TITLE	VS	<input type="checkbox"/> DELETE
NAME	STRICKLAND, CAROL A	
STREET ADDRESS	114 WEST 47TH STREET	
CITY - ST - ZIP	NEW YORK, NY 00000	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	
13 STREET ADDRESS	
14 CITY - ST - ZIP	
21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	
23 STREET ADDRESS	
2.4 CITY - ST - ZIP	
31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 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	

See Attachment

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: _____
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/24/97

CR2E034 (9/96)

Names of Directors

Business & Occupation

Eleanor Baum

**Dean - School of Engineering
Cooper Union for the
Advancement of Science & Art
51 Astor Place
New York, NY 10003**

Samuel C. Butler

**Partner
Cravath, Swaine & Moore
825 Eighth Avenue
Worldwide Plaza
New York, NY 10019**

Peter O. Crisp

**General Partner
Venrock Associates
30 Rockefeller Plaza, Room 5600
New York, NY 10112**

Daniel P. Davison

**Retired Chairman
U.S. Trust Company
of New York
114 West 47th Street
New York, NY 10036-1533**

Philippe de Montebello

**Director
Metropolitan Museum
of Art
1000 Fifth Avenue
New York, NY 10028-0198**

Paul W. Douglas

**250 Park Avenue
Suite 1900
New York, NY 10177**

Antonia M. Grumbach

**Partner
Patterson, Belknap, Webb
& Tyler
1133 Avenue of the Americas
New York, NY 10036**

Names of Directors

Frederic C. Hamilton

Peter L. Malkin

Jeffrey S. Maurer

Orson D. Munn

H. Marshall Schwarz

Philip L. Smith

John H. Stookey

Business & Occupation

**Chairman of the Board
The Hamilton Companies
1560 Broadway
Suite 2100
Denver, CO 80202-5153**

**Chairman
Wein, Malkin & Bettex
Lincoln Building
60 East 42nd Street
New York, NY 10165-0015**

**President & COO
United States Trust
Company of New York
114 West 47th Street
New York, NY 10036-1533**

**Chairman & Director
Munn, Bernhard &
Associates, Inc.
6 East 43rd Street
28th Floor
New York, NY 10017**

**Chairman of the Board
& CEO
United States Trust
Company of New York
114 West 47th Street
New York, NY 10036-1533**

**P.O. Box 386
Ponte Vedra Beach, FL 32004**

**President
Per Scholas Inc.
131 Walnut Avenue
Bronx, NY 10454**

Names of Directors

Frederick B. Taylor

Richard F. Tucker

Carroll L. Wainwright, Jr.

Robert N. Wilson

Ruth A. Wooden

Edwin D. Etherington

Tom Killefer

Business & Occupation

Vice Chairman &
Chief Investment Officer
United States Trust
Company of New York
114 West 47th Street
New York, NY 10036-1533

P.O. Box 2072
New York, NY 10163

Milbank, Tweed, Hadley
& McCloy
1 Chase Manhattan Plaza
46th Floor
New York, NY 10005

Vice Chairman of the Board
Johnson & Johnson
One Johnson & Johnson Plaza
New Brunswick, NJ 08933

President
The Advertising Council, Inc.
261 Madison Avenue - 11th Floor
New York, NY 10016

P.O. Box 100
Old Lyme, CT 06371

Chairman & President
Emeritus
United States Trust
Company of New York
114 West 47th Street
New York, NY 10036-1533