

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

FILED
Apr 30 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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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
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/16/1976	
21 Suite, Apt. #, etc.	22 City & State	23 Zip	24 Country	25	26
26 Suite, Apt. #, etc.		27 City & State		28 Zip	
29 Country		30		31	
4. FEI Number 13-5458966				Applied For 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 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				10. Name and Address of New Registered Agent			
C T CORPORATION SYSTEM 1200 SOUTH 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D <input checked="" type="checkbox"/> DELETE	1.1 TITLE	Senior Vice President & Corp. Secretary <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BAUM, ELEANOR	1.2 NAME	Carol A. Strickland
STREET ADDRESS	51 ASTOR PLACE	1.3 STREET ADDRESS	114 West 47th Street
CITY-ST-ZIP	NEW YORK NY	1.4 CITY-ST-ZIP	New York, NY 10036
TITLE	DP <input checked="" type="checkbox"/> DELETE	2.1 TITLE	CFO and Treasurer <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	MAURER, JEFFREY S.	2.2 NAME	John L. Kirby
STREET ADDRESS	10 CLOVER DRIVE	2.3 STREET ADDRESS	114 West 47th Street
CITY-ST-ZIP	GREAT NEACK NY	2.4 CITY-ST-ZIP	New York, NY 10036
TITLE	DC <input checked="" type="checkbox"/> DELETE	3.1 TITLE	Managing Director & Comptroller <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	SCHWARZ, MARSHALLH.	3.2 NAME	Richard E. Brinkmann
STREET ADDRESS	1220 PARK AVE	3.3 STREET ADDRESS	114 West 47th Street
CITY-ST-ZIP	NEW YORK NY	3.4 CITY-ST-ZIP	New York, NY 10036
TITLE	D <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BUTLER, SAMUEL C	4.2 NAME	
STREET ADDRESS	825 EIGHTH AVENUE	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	4.4 CITY-ST-ZIP	
TITLE	DV <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TAYLOR, FREDERICK B.	5.2 NAME	
STREET ADDRESS	114 WEST 47TH STREET	5.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	5.4 CITY-ST-ZIP	
TITLE	VS <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STRICKLAND, CAROL A	6.2 NAME	
STREET ADDRESS	114 WEST 47TH STREET	6.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK, NY 00000	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.

SIGNATURE: *[Handwritten Signature]* **KEITHA E. VEICHER** ASSISTANT SECRETARY 4/17/98 (212) 852-1332

CR2E034 (10/97)

April 1998

Names of Directors

Business & Occupation

Eleanor Baum

Dean - School of Engineering
Cooper Union for the
Advancement of Science and Art
51 Astor Place
New York, N.Y. 10003

Samuel C. Butler

Partner
Cravath, Swaine & Moore
Worldwide Plaza
825 Eighth Avenue
New York, N.Y. 10019

Peter O. Crisp

Room 5600
30 Rockefeller Plaza
New York, N.Y. 10112

Philippe de Montebello

Director
The Metropolitan Museum of Art
1000 Fifth Avenue
New York, N.Y. 10028-0198

Paul W. Douglas

250 Park Avenue
Suite 1900
New York, N.Y. 10177

Antonia M Grumbach

Partner
Patterson, Belknap, Webb & Tyler
LLP
1133 Avenue of the Americas
New York, N.Y. 10036

Frederic C. Hamilton

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

Peter L. Malkin

Chairman
Wien, Malkin LLP
Lincoln Building
60 East 42nd Street
New York, N.Y. 10036-1533

Jeffrey S. Maurer

President & COO
United States Trust Company of
New York
114 West 47th Street
New York, N.Y. 10036

Names of Directors

Business & Occupation

David A. Olsen

Chairman & CEO
Johnson & Higgins
125 Broad Street
New York, N.Y. 10004

Maribeth S. Rahe

Vice Chairman
United State Trust Company of
New York
114 West 47th Street
New York, N.Y. 10036

H. Marshall Schwarz

Chairman & CEO
United States Trust Company of
New York
114 West 47th Street
New York, N.Y. 10036

Philip L. Smith

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

John H. Stookey

President
Per Scholas Inc.
131 Walnut Avenue
Bronx, N.Y. 10454

Frederick B. Taylor

Vice Chairman & CIO
United States Trust Company of
New York
114 West 47th Street
New York, N.Y. 10036

Richard F. Tucker

P.O. Box 3073
New York, N.Y. 10163

Robert N. Wilson

Vice Chairman
Johnson & Johnson
One Johnson & Johnson Plaza
New Brunswick, N.J. 08933

Ruth A. Wooden

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