

FILE NOW: FILING FEE IS \$61.25

FILED

May 08 1997 8:00am
Secretary of State

NONPROFIT ✓ CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	---	---

DOCUMENT # 846499 (2)
1. Corporation Name
COLLEGE RETIREMENT EQUITIES FUND INC.



Principal Place of Business 730 THIRD AVE 15/485 NEW YORK NY 10017-3206 US	Mailing Address 730 THIRD AVE 15/485 NEW YORK NY 10017-3206 US
--	--

3. Date Incorporated or Qualified 07/16/1980	3a. Date of Last Report 05/01/1996
--	--

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

4. FEI Number 13-6022042	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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent
**METZ, STEPHEN W
215 SOUTH MONROE ST., SUITE 701
P.O. BOX 1876
TALLAHASSEE FL 32302-1876**

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 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	VT <input type="checkbox"/> DELETE
NAME	ADAMSKI, RICHARD J.
STREET ADDRESS	730 3RD AVE.
CITY-ST-ZIP	NEW YORK NY
TITLE	TCEO <input type="checkbox"/> DELETE
NAME	BIGGS, JOHN
STREET ADDRESS	730 THIRD AVENUE
CITY-ST-ZIP	NEW YORK NY
TITLE	EV <input type="checkbox"/> DELETE
NAME	GIBBS, RICHARD
STREET ADDRESS	730 THIRD AVE.
CITY-ST-ZIP	NEW YORK NY
TITLE	EV <input type="checkbox"/> DELETE
NAME	HORNER, MATINA G.
STREET ADDRESS	730 THIRD AVENUE
CITY-ST-ZIP	NEW YORK NY
TITLE	PCOO <input type="checkbox"/> DELETE
NAME	JONES, THOMAS W.
STREET ADDRESS	730 THIRD AVENUE
CITY-ST-ZIP	NEW YORK NY
TITLE	V <input type="checkbox"/> DELETE
NAME	MASTERS, MARY ANN E
STREET ADDRESS	730 THIRD AVENUE
CITY-ST-ZIP	NEW YORK NY

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	T <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Atwell, Robert H.
1.3 STREET ADDRESS	601 Yardam Lane
1.4 CITY-ST-ZIP	Longboat Key, FL 34228
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	PCOO/T <input checked="" 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 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Gerard Doherty Tax Planning Officer 4/22/97 (212) 916-4621
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone # 0075037

CR2E037 (9/96)

21-Apr-97

COLLEGE RETIREMENT EQUITIES FUND
Attachment A

Richard J. Adamski	Vice President & Treasurer
John H. Biggs	Chairman & Chief Executive Officer
Virgil H. Cumming	Executive Vice President
Richard L. Gibbs	Executive Vice President
Don W. Harrell	Executive Vice President
Matina S. Horner	Executive Vice President
Thomas W. Jones	Vice Chairman, President and Chief Operating Officer
Martin L. Leibowitz	Vice Chairman and Chief Investment Officer
John J. McCormack	Executive Vice President
John A. Putney, Jr.	Executive Vice President
John A. Somers	Executive Vice President
Charles H. Stamm	Executive Vice President & General Counsel
Albert J. Wilson	V.P. & Chief Counsel, Corporate Secretary
Mary Ann E. Masters	Vice President, Corporate Tax
Gerard Doherty	Corporate Tax Planning Officer

The address for all the above is 730 Third Avenue, New York, NY 10017-3206.