

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT  
CORPORATION  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED  
Apr 16 1996 8:00 am  
Secretary of State

DOCUMENT # P33028 (2)  
1. Corporation Name  
NORTHERN TRUST CORPORATION



Principal Place of Business  
50 SOUTH LASALLE STREET  
CHICAGO IL 60675

Mailing Address  
50 SOUTH LASALLE STREET  
CORPORATE TAX - M-11. 50 S. LASALLE ST.  
CHICAGO IL 60675  
US

|                                |                     |                                                                                         |                                                                     |
|--------------------------------|---------------------|-----------------------------------------------------------------------------------------|---------------------------------------------------------------------|
| 2. Principal Place of Business | 2a. Mailing Address | 3. Date Incorporated or Qualified                                                       | 3a. Date of Last Report                                             |
| 21                             | 26                  | 03/05/1991                                                                              | 04/18/1995                                                          |
| Suite, Apt. #, etc.            | Suite, Apt. #, etc. | 4. FEI Number                                                                           | Applied For                                                         |
| 22                             | 27                  | 36-2723087                                                                              | Not Applicable                                                      |
| City & State                   | City & State        | 5. Certificate of Status Desired                                                        | \$8.75 Additional Fee Required                                      |
| 23                             | 28                  | <input type="checkbox"/>                                                                |                                                                     |
| Zip                            | Country             | 6. Election Campaign Financing Trust Fund Contribution                                  | \$5.00 May Be Added to Fees                                         |
| 24                             | 25                  | <input type="checkbox"/>                                                                |                                                                     |
| 29                             | 30                  | 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

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

FL

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 removing

DATE

| 12. OFFICERS AND DIRECTORS |                         | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                          |
|----------------------------|-------------------------|-------------------------------------------------------|--------------------------|
| TITLE                      | CD                      | 1.1 TITLE                                             | C, CEO, D                |
| NAME                       | FOX, DAVID W.           | 1.2 NAME                                              | OSBORN, WILLIAM A.       |
| STREET ADDRESS             | 50 SOUTH LASALLE STREET | 1.3 STREET ADDRESS                                    | 50 South La Salle Street |
| CITY-ST-ZIP                | CHICAGO IL              | 1.4 CITY-ST-ZIP                                       | Chicago IL 60675         |
| TITLE                      | S                       | 2.1 TITLE                                             |                          |
| NAME                       | ROSSITER, PETER L.      | 2.2 NAME                                              |                          |
| STREET ADDRESS             | 50 SOUTH LASALLE STREET | 2.3 STREET ADDRESS                                    |                          |
| CITY-ST-ZIP                | CHICAGO IL              | 2.4 CITY-ST-ZIP                                       |                          |
| TITLE                      | T                       | 3.1 TITLE                                             |                          |
| NAME                       | EDDY, DAVID L.          | 3.2 NAME                                              |                          |
| STREET ADDRESS             | 50 SOUTH LASALLE STREET | 3.3 STREET ADDRESS                                    |                          |
| CITY-ST-ZIP                | CHICAGO IL              | 3.4 CITY-ST-ZIP                                       |                          |
| TITLE                      | EVP                     | 4.1 TITLE                                             |                          |
| NAME                       | MITCHELL, JAMES J       | 4.2 NAME                                              |                          |
| STREET ADDRESS             | 50 S. LASALLE STREET    | 4.3 STREET ADDRESS                                    |                          |
| CITY-ST-ZIP                | CHICAGO IL              | 4.4 CITY-ST-ZIP                                       |                          |
| TITLE                      | EVP                     | 5.1 TITLE                                             |                          |
| NAME                       | PENROSE, SHEILA A       | 5.2 NAME                                              |                          |
| STREET ADDRESS             | 50 S. LASALLE STREET    | 5.3 STREET ADDRESS                                    |                          |
| CITY-ST-ZIP                | CHICAGO IL              | 5.4 CITY-ST-ZIP                                       |                          |
| TITLE                      | V                       | 6.1 TITLE                                             | P, COO, D                |
| NAME                       | SUTFIN, JOHN S.         | 6.2 NAME                                              | HASTINGS, BARRY G.       |
| STREET ADDRESS             | 50 SOUTH LASALLE STREET | 6.3 STREET ADDRESS                                    | 50 South La Salle Street |
| CITY-ST-ZIP                | CHICAGO IL              | 6.4 CITY-ST-ZIP                                       | Chicago IL 60675         |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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  
BRUCE C. JANOUSKY

4/14/96 (3rd 630-6648)

Date

Daytime Phone #

CR2E034 (12/95)

2 of 3

**SENIOR OFFICERS**

**ADDRESS**

50 S. La Salle St.  
Chicago IL 60634

**NORTHERN TRUST CORPORATION**

William A. Osborn  
Chairman of the Board and Chief Executive Officer

Barry G. Hastings  
President and Chief Operating Officer

Perry R. Pero  
Senior Executive Vice President and  
Chief Financial Officer

John V.N. McClure  
Executive Vice President

James J. Mitchell  
Executive Vice President

Sheila A. Penrose  
Executive Vice President

Peter L. Rossiter  
Executive Vice President,  
General Counsel and Secretary

Mark Stevens  
Executive Vice President

William S. Trukenbrod  
Executive Vice President

William R. Dodds, Jr.  
Senior Vice President

David L. Eddy  
Senior Vice President and Treasurer

William H. Miller  
Senior Vice President and  
Chief Compliance Officer

Daniel S. O'Keefe  
Senior Vice President

Harry W. Short  
Senior Vice President and Controller

DIRECTORS

ADDRESS

Dolores E. Cross  
 Robert S. Hamada  
 Barry G. Hastings  
 Robert A. Helman  
 Arthur L. Kelly  
 Ardis Krainik  
 Robert D. Krebs  
 Frederick A. Krehbiel  
 William G. Mitchell  
 William A. Osborn  
 Harold B. Smith  
 William D. Smithburg  
 Bide L. Thomas

50 S. La Salle St.  
 Chicago, Illinois 60675  
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HONORARY DIRECTOR

Edward Byron Smtih

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OFFICERS

David B. Lyon  
 Vice President

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Bruce C. Janovsky  
 Vice President

“ “

3/26/96  
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