

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

FILED

Mar 28 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 823450 (2)

1. Corporation Name
TERADYNE, INC.



Principal Place of Business 321 HARRISON AVE. BOSTON MASSACHUSETTS 02118	Mailing Address 321 HARRISON AVE. BOSTON MASSACHUSETTS 02118-2265
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3. Date Incorporated or Qualified 10/24/1969	3a. Date of Last Report 02/05/1996
4. FEI Number 04-2272148	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 has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

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

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

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	PD	<input type="checkbox"/> DELETE
NAME	D'ARBELOFF, ALEXANDER	
STREET ADDRESS	20 DUDLEY STREET	
CITY - ST - ZIP	BROOKLINE MASS	
TITLE	V	<input type="checkbox"/> DELETE
NAME	ROBBINS, OWEN W.	
STREET ADDRESS	199 COUNTRY DRIVE	
CITY - ST - ZIP	WESTON MASS	
TITLE	SD	<input type="checkbox"/> DELETE
NAME	TESTA, RICHARD J.	
STREET ADDRESS	6 LONGFELLOW ROAD	
CITY - ST - ZIP	WAYLAND MASS	
TITLE	D	<input type="checkbox"/> DELETE
NAME	WATTS, HENRY M, JR	
STREET ADDRESS	210 SPRUCE ST	
CITY - ST - ZIP	PHILADELPHIA PA	
TITLE	T	<input type="checkbox"/> DELETE
NAME	OSATTIN, STUART M.	
STREET ADDRESS	44 PINECLIFF DR.	
CITY - ST - ZIP	MARBLEHEAD MA	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	DYCK, RICHARD E.	
STREET ADDRESS	4-21-8 SIMOUMA	
CITY - ST - ZIP	SETAGAYA-KU, TOKYO,JP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	See Attached list
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	See Attached list
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	See Attached list
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	see Attached list
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	see Attached list
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	see Attached list
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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an appointment with an address.

SIGNATURE: _____ DATE: **3/20/97** DAYTIME PHONE #: **6000473**

CR2E034 (9/96)

**Teradyne, Inc.
321 Harrison Avenue
Boston, MA 02118**

TERADYNE, INC. DIRECTORS

**Edwin L. Artzt
Chairman & Chief Executive Officer
The Proctor & Gamble Company
Executive Offices
One Proctor & Gamble Plaza
Cincinnati, OH 45202-3315**

**James W. Bagley
Chairman and CEO
OnTrak Systems
San Jose, CA 95131**

**Albert Carnesale
Provost
Harvard University
Massachusetts Hall
Cambridge, MA 02138**

**George W. Chamillard
President & Chief Operating Officer
Teradyne, Inc
321 Harrison Avenue
Boston, MA 02118**

**Alexander V. d'Arbeloff
Chairman and Chief Executive Officer
Teradyne, Inc.
321 Harrison Avenue
Boston, MA 02118**

**Daniel S. Gregory
Greylock Management Corp.
One Federal Street
Boston, MA 02110**

HOME

**9005 Cunningham Road
Cincinnati, OH 45243**

**1010 Rincon Circle
San Jose, CA 95131**

**130 Mt. Auburn Street
Cambridge, MA 02138**

**62 Garden Road
Wellesley, MA 02181**

**20 Dudley Street
Brookline, MA 02146**

**300 Summer Street
Westwood, MA 02090**

Dwight H. Hibbard
Chairman
Cincinnati Bell Inc.
201 E. Fourth Street (Room 700)
P.O. Box 2301
Cincinnati, OH 45201

2121 Alpine Place #902
Cincinnati, OH 45206

John P. Mulrone
President & Chief Operating Officer
Rohm and Haas Company
Independence Mall West
Philadelphia, PA 19105

1050 Dale Road
Meadowbrook, PA 19046

Richard J. Testa, Esquire
Testa, Hurwitz, & Thibault
High Street Tower
125 High Street
Boston, MA 02110

Six Longfellow Road
Wayland, MA 01778

James A. Prestridge
Executive Vice President
Teradyne, Inc.
321 Harrison Avenue
Boston, MA 02118

22034 N. Golf Club Drive
Sun City West, AZ 85375

Owen W. Robbins
Executive Vice President
Teradyne, Inc.
321 Harrison Avenue
Boston, MA 02118

199 County Drive
Weston, MA 02193

Patricia S. Wolpert
General Manager
Northeastern Area
IBM Corporation
New York, NY 10022

590 Madison Avenue
New York, NY 10022

TERADYNE, INC.
321 Harrison Avenue
Boston, MA 02118

TERADYNE, INC. OFFICERS:

<u>NAME</u>	<u>ADDRESS</u>
Alexander V. d'Arbeloff <u>Chairman and Chief Executive Officer</u> 321 Harrison Avenue Boston, MA 02118	20 Dudley Street Brookline, MA 02146
Daniel F. Murphy <u>Vice President</u> 44 Simon Street Nashua, NH 03060	90 Hannah Drive Hollis, NH 03049
David Sulman <u>Vice President</u> 321 Harrison Avenue Boston, MA 02118	93 Woodchester Drive Weston, MA 02193
Donald J. Hamman <u>Controller</u> 321 Harrison Avenue Boston, MA 02118	20 Morse Circle Northboro, MA 01532
Edward Rogas, Jr. <u>Vice President</u> 30801 Agoura Rd Agoura Hills, CA 91301	4706 Sunnyhill Street West Lake Village, CA 91362
Frank Carroccia <u>Vice President</u> 44 Simon Street Nashua, NH 03060	45 Old Wood Road North Attleboro, MA 02760
George W. Chamillard <u>President and Chief Operating Officer</u> 44 Simon Street Nashua, NH 03060	62 Garden Road Wellesley, MA 02181
James A. Prestridge <u>Executive Vice President</u> 321 Harrison Avenue Boston, MA 02118	22034 N. Golf Club Drive Sun City West, Az 85375
Jeff Hotchkiss <u>Vice President</u> 321 Harrison Avenue Boston, MA 02118	4 Beebe Way Wellesley, MA 02181
John M. Casey <u>Vice President</u>	3855 North Parkway Drive

**TERADYNE, INC.
321 Harrison Avenue
Boston, MA 02118**

TERADYNE, INC. OFFICERS (Continued):

<u>NAME</u>	<u>ADDRESS</u>
1405 Lake Cook Road Deerfield, IL 60015	Northbrook, IL 60062
John P. McCabe <u>Vice President</u> 321 Harrison Avenue Boston, MA 02118	30 Pinecone Lane Southboro, MA 01772
Michael Bradley <u>Vice President</u> 321 Harrison Avenue Boston, MA 02118	750 Commonwealth Avenue Newton, MA 02159
Owen W. Robbins <u>Executive Vice President</u> 321 Harrison Avenue Boston, MA 02118	199 County Drive Weston, MA 02193
Richard Dyck <u>Vice President</u> 5-4 Higashiyama 1 Chome Meguro-Ku, Tokyo 153 Japan	4-21-8 Shimouma, Setagaya-Ku Tokyo, Japan 150
Richard J. Testa <u>Secretary, Clerk, and Director</u> Testa, Hurwitz & Thibeault High Street Tower 125 High Street Boston, MA 02110	6 Longfellow Road Wayland, MA 01778
Roberto Stefanelli <u>Vice President</u> Via Litta Modigliani, 27 20090 Segrate MI Italy	via Niccolini 2 20154 Milan Italy
Ronald Dias <u>Vice President</u> 44 Simon Street Nashua, NH 03060	70 Crestwood Drive Hollis, NH 03049
Stuart M. Osattin <u>Vice President & Treasurer</u> 321 Harrison Avenue Boston, MA 02118	44 Pinecliff Drive Marblehead, MA 01945
Thomas B. Newman, Jr. <u>Vice President</u> 321 Harrison Avenue	124 Old Village Lane North Andover, MA 01845

**TERADYNE, INC.
321 Harrison Avenue
Boston, MA 02118**

TERADYNE, INC. OFFICERS (Continued):

<u>NAME</u>	<u>ADDRESS</u>
Boston, MA 02118	
Donald G. Leka <u>Assistant Clerk</u> 321 Harrison Avenue Boston, MA 02118	140 A Sewall Ave Brookline, MA 02146