

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

FILED
May 12 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 # 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
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date incorporated or Qualified 10/24/1969	4. FEI Number 04-2272148	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	7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input 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 **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0507 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 NIA
Signature, typed by printed name of registered agent and fee if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD D'ARBELOFF, ALEXANDER 20 DUDLEY STREET BROOKLINE MASS <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition See attached List
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V ROBBINS, OWEN W. 199 COUNTRY DRIVE WESTON MASS <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition See attached List
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SD TESTA, RICHARD J. 6 LONGFELLOW ROAD WAYLAND MASS <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition See attached List
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D WATTS, HENRY M, JR 219 SPRUCE ST PHILADELPHIA PA <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition See attached List
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T OSATTIN, STUART M. 44 PINECLIFF DR. MARBLEHEAD MA <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition See attached List
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP DYCK, RICHARD E. 4-21-8 SIMOUMA SETAGAYA-KU, TOKYO,JP <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition See attached List

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.

CR2E034 (10/97)

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

TERADYNE, INC. DIRECTORS

James W. Bagley
Chief Executive Officer
Lam Research Corporation
4650 Cushing Parkway
Fremont, CA 94538-6470

Albert Carnesale
Office of Chancellor
University of California, Los Angeles
2147 Murphy Hall
405 Hilgard Avenue
Los Angeles, CA 90095-1405

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

Alexander V. d'Arbeloff
Chairman of the Board of Directors
200 Fifth Avenue.
Waltham, MA 02154

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

Dwight H. Hibbard
Retired Chairman
Cincinnati Bell Inc.
201 E. Fourth Street (Room 626)
P.O. Box 2301
Cincinnati, OH 45201

HOME

27925 Roble Alto
Los Alto Hills, CA 94022

10570 Sunset Boulevard
Los Angeles, CA 90077-3607

62 Garden Road
Wellesley, MA 02181

20 Dudley Street
Brookline, MA 02146

300 Summer Street
Westwood, MA 02090

2121 Alpine Place #902
Cincinnati, OH 45206

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

TERADYNE, INC. DIRECTORS (Cont.)

John P. Mulroney
Rohm and Haas Company
100 Independence Mall West
Philadelphia, PA 19106-2399

Vincent M. O'Reilly
Teradyne, Inc.
321 Harrison Avenue
Boston, MA 02118

James A. Prestridge
Teradyne, Inc.
200 Fifth Avenue
Waltham, MA 02154

Owen W. Robbins
Teradyne, Inc.
200 Fifth Avenue
Waltham, MA 02154

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

Patricia S. Wolpert
General Manager, Systems Sales
For IBM Latin America
IBM Corporation
Rockwood Road
Sleepy Hollow, NY 10591

HOME

1050 Dale Road
Meadowbrook, PA 19046

336 Main Street
Winchester, MA 01890

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

199 County Drive
Weston, MA 02193

Six Longfellow Road
Wayland, MA 01778

22 W. 66th Street - #7
New York, NY 10023

TERADYNE, INC.
321 Harrison Avenue
Boston, MA 02118
AS OF 2/26/98

TERADYNE, INC. OFFICERS:

<u>NAME</u>	<u>ADDRESS</u>
Michael A. Bradley <u>Vice President</u> 321 Harrison Avenue Boston, MA 02118	750 Commonwealth Avenue Newton, MA 02159
George W. Chamillard <u>President and Chief Executive Officer</u> 321 Harrison Avenue Boston, MA 02118	62 Garden Road Wellesley, MA 02181
John Casey <u>Vice President</u> 321 Harrison Avenue Boston, MA 02118	Four Kennedy Lane Southboro, MA 01772
Ronald Dias <u>Vice President</u> 44 Simon Street Nashua, NH 03060	70 Crestwood Drive Hollis, NH 03049
Donald J. Hamman <u>Controller</u> 321 Harrison Avenue Boston, MA 02118	20 Morse Circle Northboro, MA 01532
Jeffrey R. Hotchkiss <u>Chief Financial Officer & Vice President</u> 321 Harrison Avenue Boston, MA 02118	4 Beebe Way Wellesley, MA 02181
John P. McCabe <u>Vice President</u> 321 Harrison Avenue Boston, MA 02118	30 Pinecone Lane Southboro, MA 01772
Stuart M. Osattin <u>Vice President & Treasurer</u> 321 Harrison Avenue Boston, MA 02118	44 Pinecliff Drive Marblehead, MA 01945
Edward Rogas, Jr. <u>Vice President</u> 30801 Agoura Rd Agoura Hills, CA 91301	4706 Sunnyhill Street West Lake Village, CA 91362
David Sulman <u>Vice President</u> 321 Harrison Avenue	93 Woodchester Drive Weston, MA 02193

**TERADYNE, INC.
321 Harrison Avenue
Boston, MA 02118
AS OF 2/26/98**

TERADYNE, INC. OFFICERS (Continued):

<u>NAME</u>	<u>ADDRESS</u>
Boston, MA 02118	
Richard J. Testa, Esquire <u>Secretary</u> Testa, Hurwitz, & Thibeault High Street Tower 125 High Street Boston, MA 02110	Six Longfellow Road Wayland, MA 01778
Jack VanWoerkom Vice President and General Counsel 321 Harrison Avenue Boston, MA 02118	46 Concord Road Weston, MA 02193