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May 21 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # 842571 (2)
1. Corporation Name
GLAXO WELLCOME INC.

Principal Place of Business
3030 CORNWALLIS ROAD
RESEARCH TRIANGLE PARK NC 27709

Mailing Address
3030 CORNWALLIS ROAD
RESEARCH TRIANGLE PARK NC 27709



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		3a. Date of Last Report	
21		26		02/12/1979		06/10/1996	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number		Applied For	
22		27		13-1699978		Not Applicable	
City & State		City & State		5. Certificate of Status Desired		8.75 Additional Fee Required	
23		28		<input type="checkbox"/>		5.00 May Be Added to Fees	
Zip		Zip		Country		Country	
24		29		30		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
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 607.0502 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	P	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	INGRAM, ROBERT A.	1.2 NAME	
STREET ADDRESS	3030 CORNWALLIS ROAD	1.3 STREET ADDRESS	
CITY- ST- ZIP	RESEARCH TRIANGLE PARK NC 27709	1.4 CITY- ST- ZIP	
TITLE	V	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MORROW, GEORGE J.	2.2 NAME	See a Hatched list
STREET ADDRESS	3030 CORNWALLIS ROAD	2.3 STREET ADDRESS	
CITY- ST- ZIP	RESEARCH TRIANGLE PARK NC 27709	2.4 CITY- ST- ZIP	
TITLE	V	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DARDESS, MARGARET B.	3.2 NAME	
STREET ADDRESS	3030 CORNWALLIS ROAD	3.3 STREET ADDRESS	
CITY- ST- ZIP	RESEARCH TRIANGLE PARK NC 27709	3.4 CITY- ST- ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DISBROW, CLIFFORD H.	4.2 NAME	
STREET ADDRESS	3030 CORNWALLIS ROAD	4.3 STREET ADDRESS	
CITY- ST- ZIP	RESEARCH TRIANGLE PARK NC 27709	4.4 CITY- ST- ZIP	
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HURT, DOUGLAS M.	5.2 NAME	
STREET ADDRESS	3030 CORNWALLIS ROAD	5.3 STREET ADDRESS	
CITY- ST- ZIP	RESEARCH TRIANGLE PARK NC 27709	5.4 CITY- ST- ZIP	
TITLE	V	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PALMER, JAMES B.D., MD	6.2 NAME	
STREET ADDRESS	3030 CORNWALLIS ROAD	6.3 STREET ADDRESS	
CITY- ST- ZIP	RESEARCH TRIANGLE PARK NC 27709	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 attachment with an address.

SIGNATURE: *[Signature]* 5/7/97 (919) 483-7144
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone

CR2E034 (9/96)

OFFICERS OF GLAXO WELLCOME INC.

As of February 25, 1997

Robert A. Ingram	- President and Chief Executive Officer
Margaret B. Dardess	- Senior Vice President Corporate Affairs
Clifford H. Disbrow	- Senior Vice President Technical Operations
Douglas M. Hurt	- Senior Vice President and Chief Financial Officer
James B.D. Palmer, MD	- Senior Vice President Medical and Regulatory Operations
Timothy D. Proctor	- Senior Vice President Human Resources, General Counsel and Secretary
George B. Abercrombie	- Vice President and General Manager, Business Operations
Paul Bilewicz	- Vice President and Chief Information Officer
Dean Mitchell	- Vice President Business Development and Planning and General Manager, Specialty Divisions
Stephen Stefano	- Vice President and General Manager, Health Management Division
Timothy C. Tyson	- Vice President Marketing
Robert M. Bell	- Vice President Research
D. Donald Cashion	- Vice President Human Resources
Michael A. Gallucci, Jr.	- Vice President and Treasurer
Richard J. Gossin	- Vice President Taxes
Richard S. Kent, M.D.	- Vice President and Chief Medical Officer
Douglas W. Mendenhall	- Vice President Pharmaceutical Development
Paul A. Holcombe	- Vice President, Deputy General Counsel and Assistant Secretary
David J. Levy	- Assistant Secretary
Timothy J. Williams	- Assistant Secretary
Sandra C. Henderson	- Assistant Secretary

GLAXO WELLCOME INC.
BOARD OF DIRECTORS
As of 2/1/97

Sir Richard Sykes, Chairman
Robert A. Ingram
Margaret B. Dardess
Clifford H. Diebrow
Douglas M. Hurt
James B. D. Palmer, MD
Timothy D. Proctor