

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

FILED
Apr 16 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 # 854863 (8)
 1. Corporation Name
ROTHSCHILD ASSET MANAGEMENT INC.



Principal Place of Business 1251 AVENUE OF THE AMERICAS 51ST FLOOR NEW YORK NY 10020 US	Mailing Address 1251 AVENUE OF THE AMERICAS 51ST FLOOR NEW YORK NY 10020-1104 US
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3. Date Incorporated or Qualified 12/06/1982	3a. Date of Last Report 03/06/1996
4. FEI Number 13-2544634	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	

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

9. Name and Address of Current Registered Agent

**UNITED STATES CORPORATION COMPANY
 1201 HAYS STREET
 SUITE 105
 TALLAHASSEE FL 32301**

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 _____ Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE	VST <input type="checkbox"/> DELETE	1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILLIAMS, GREGORY O.	1.2 NAME
STREET ADDRESS	24 CROSSRIDGE CIRCLE	1.3 STREET ADDRESS
CITY-ST-ZIP	MARLBORO, NJ.	1.4 CITY-ST-ZIP
TITLE	DM <input type="checkbox"/> DELETE	2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHWARTZ, JOSEPH B.	2.2 NAME
STREET ADDRESS	185 WEST END AVENUE	2.3 STREET ADDRESS
CITY-ST-ZIP	NEW YORK NY	2.4 CITY-ST-ZIP
TITLE	PD <input type="checkbox"/> DELETE	3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TAVEL, MARK K.	3.2 NAME
STREET ADDRESS	110 RIVERSIDE DR	3.3 STREET ADDRESS
CITY-ST-ZIP	NEW YORK NY	3.4 CITY-ST-ZIP
TITLE	MD <input type="checkbox"/> DELETE	4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JOHNSON, T. R	4.2 NAME
STREET ADDRESS	627 THIRD STREET	4.3 STREET ADDRESS
CITY-ST-ZIP	BROOKLYN NY	4.4 CITY-ST-ZIP
TITLE	SVP <input type="checkbox"/> DELETE	5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCLOUGHLIN, DONALD J	5.2 NAME
STREET ADDRESS	11 TRI-BROOK DRIVE	5.3 STREET ADDRESS
CITY-ST-ZIP	SOUTH SALEM NY	5.4 CITY-ST-ZIP
TITLE	VP <input type="checkbox"/> DELETE	6.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HARDING, JEFFREY J	6.2 NAME
STREET ADDRESS	265 SOUTH FLORA WAY	6.3 STREET ADDRESS
CITY-ST-ZIP	GOLDEN CO	6.4 CITY-ST-ZIP

PLEASE SEE ATTACHED FOR A COMPLETED LIST OF OFFICERS AND DIRECTORS

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 or empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13, unchanged, or on an attachment with an address.

SIGNATURE: *Gregory O. Williams* **Gregory O. Williams** **4/11/97** 212 403 2500

CR2E034 (9/96)

BUSINESS ADDRESS

1251 Avenue of the Americas
New York, New York 10020

March 3, 1997

ROTHSCHILD ASSET MANAGEMENT INC.

1997

Officers

		<u>RESIDENCE ADDRESS</u>
Mark K. Tavel	Senior Managing Director & Chief Investment Officer ¹⁾	110 Riverside Drive New York, NY 10024
Dorik Rozanski	Senior Managing Director ²⁾	19 Rutgers Court Westfield, NJ 07090
Morris Ajzenman	Managing Director ²⁾	22 Seward Drive Woodbury, NY 11797
T. Radey Johnson	Senior Managing Director & Chief Equity Officer ¹⁾	627 Third Street Brooklyn, NY 11215
Kenneth W. Ostrowski	Managing Director	12330 Sperry Road Chesterland, OH 44026
Joseph B. Schwartz	Managing Director ¹⁾	185 West End Avenue New York, NY 10023
Joseph E. Bellantoni	Senior Vice President ²⁾	12 Birch Brook Drive Valhalla, NY 10595
William Best	Senior Vice President	84 North Pocono Road Mount Lakes, NJ 07046
Frederick C. MacClure	Senior Vice President ¹⁾	410 West 53rd Street New York, NY 10019
Donald J. McLoughlin	Senior Vice President ¹⁾	11 Tri-Brook Drive South Salem, NY 10590
Nicole Vitullo	Senior Vice President	3302 Saw Mill Road Newtown Square, PA 19073
Gregory O. Williams	Senior Vice President/ Secretary/Treasurer	24 Crossridge Circle Marlboro, NJ 07746

ROTHSCHILD ASSET MANAGEMENT INC.

1997

Officers (Cont'd)

		<u>RESIDENCE ADDRESS</u>
Jeffrey J. Harding	Vice President	265 South Flora Way Golden, CO 80401
Gregory Lamb	Vice President	18615 Shaker Boulevard Shaker Heights, OH 44122
Elizabeth A. Maloney	Vice President	45 Woodbine Avenue Larchmont, NY 10538
Vincent Simeone	Vice President ¹⁾	6 Wyman Court Coram, NY 11727
Mei Tong	Vice President ²⁾	81-61 102nd Road Ozone Park, NY 11416
Steven D. Wasserman	Vice President	32 Chesapeake Road Manalapan, NJ 07726
Augusto T. Blanco	Assistant Vice President	1428 Webster Avenue Bronx, NY 10456
Rose Mulhall	Assistant Vice President ²⁾	61-69 79th Street Middle Village, NY 11379
Euclyn N. Ogill	Assistant Vice President	384 Orchard Street Englewood, NJ 07631
Judith R. MacDonald	Assistant Secretary New York, NY 10025	245 West 104th Street

1) Five Arrows Division

2) Unrecognized Opportunity Division

ROTHSCHILD ASSET MANAGEMENT INC.

1997

Directors

		<u>RESIDENCE ADDRESS</u>
Henderson G. Tuten	Non-Executive Chairman	3212 Coachmans Way Durham, NC 27705
Morris Ajzenman		22 Seward Drive Woodbury, NY 11797
Cheryl G. Gordon		200 East 65th Street New York, NY 10021
T. Radey Johnson		627 Third Street Brooklyn, NY 11215
Kenneth W. Ostrowski		12330 Sperry Road Chesterland, OH 44026
Dorik Rozanski		19 Rutgers Court Westfield, NJ 07090
Mark K. Tavel		110 Riverside Drive New York, NY 10024