

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

FILED

**Apr 20 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 # 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 US
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DO NOT WRITE IN THIS SPACE

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

3 Date Incorporated or Qualified 12/06/1982	
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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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
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 filed applicable) (NOTE: Registered Agent signature required when reinstating) DATE _____

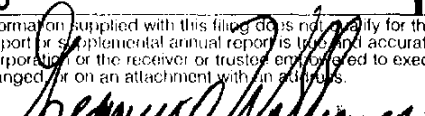
12. OFFICERS AND DIRECTORS

TITLE	VST	<input type="checkbox"/> DELETE
NAME	WILLIAMS, GREGORY O.	
STREET ADDRESS	24 CROSSRIDGE CIRCLE	
CITY-ST-ZIP	MARLBORO, NJ.	
TITLE	DM	<input type="checkbox"/> DELETE
NAME	SCHWARTZ, JOSEPH B.	
STREET ADDRESS	185 WEST END AVENUE	
CITY-ST-ZIP	NEW YORK NY	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	TAVEL, MARK K.	
STREET ADDRESS	110 RIVERSIDE DR	
CITY-ST-ZIP	NEW YORK NY	
TITLE	MD	<input type="checkbox"/> DELETE
NAME	JOHNSON, T. R	
STREET ADDRESS	627 THIRD STREET	
CITY-ST-ZIP	BROOKLYN NY	
TITLE	SVP	<input type="checkbox"/> DELETE
NAME	MCLOUGHLIN, DONALD J	
STREET ADDRESS	11 TRI-BROOK DRIVE	
CITY-ST-ZIP	SOUTH SALEM NY	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	HARDING, JEFFREY J	
STREET ADDRESS	265 SOUTH FLORA WAY	
CITY-ST-ZIP	GOLDEN CO	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Please see attached for a complete list of officers & directors
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	M <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	Schwartz, Joseph B.
2.3 STREET ADDRESS	185 West End Avenue
2.4 CITY-ST-ZIP	New York, NY 10023
3.1 TITLE	SrM/CIO/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Tavel, Mark K.
3.3 STREET ADDRESS	110 Riverside Drive
3.4 CITY-ST-ZIP	New York, NY 10024
4.1 TITLE	SrM/CEO/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	Johnson, T. Radey
4.3 STREET ADDRESS	627 Third Street
4.4 CITY-ST-ZIP	Brooklyn, NY 11215
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

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.

SIGNATURE:  **Gregory O. Williams** 4/13/98 212 403-3500

CR2E034 (10/97)

BUSINESS ADDRESS

1251 Avenue of the Americas
New York, New York 10020

January 1, 1998

ROTHSCHILD ASSET MANAGEMENT INC.

1998

Officers

		<u>RESIDENCE ADDRESS</u>
Cheryl G. Gordon	Chief Executive Officer	200 East 65th Street New York, NY 10021
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
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.

1998

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 President¹⁾	6 Wyman Court Coram, NY 11727
Mei Tong	Vice President²⁾	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
Tina Jones	Assistant Vice President	60 West 66th Street New York, NY 10023
Rose Mulhall	Assistant Vice President²⁾	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	245 West 104th Street New York, NY 10025

1) Five Arrows Division

2) Unrecognized Opportunity Division

ROTHSCHILD ASSET MANAGEMENT INC.

1998

Directors

		<u>RESIDENCE ADDRESS</u>
Henderson G. Tuten	Non-Executive Chairman	3212 Coachmans Way Durham, NC 27705
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