

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

FILED
May 06 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 # 858443 (5)

1. Corporation Name
ROYAL BANK OF CANADA

Principal Place of Business Mailing Address
1 PLACE VILLE MARIE 1 PLACE VILLE MARIE (ATTN: LOUISE PHILION)
MONTREAL, QUEBEC 4TH FLOOR, SOUTH WING
CANADA H3C 3A9 MONTREAL-QUEBEC-CANADA H3C



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		3a. Date of Last Report	
21 Suite, Apt #, etc.		26 Suite, Apt #, etc.		11/15/1983		02/29/1996	
22 City & State		27 City & State		4. FEI Number		Applied For	
23 Zip		28 Zip		13-5357855		Not Applicable	
24 Country		29 Country		5. Certificate of Status Desired		8.75 Additional Fee Required	
				6. Election Campaign Financing		5.00 May Be Added to Fees	
				Trust Fund Contribution			
				8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes		Yes No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
SEARSON, CHRIS 801 BRICKELL AVENUE SUITE 2100 MIAMI FL 33131				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]* (NOTE: Registered Agent signature required when reinstating) DATE:

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	VC	1.1 TITLE	SVP S	Change Addition			
NAME	SUTHERLAND, R.J.	1.2 NAME	Lawson, J.E.				
STREET ADDRESS	200 BAY ST.	1.3 STREET ADDRESS	1 Place Ville Marie				
CITY-ST-ZIP	TORONTO, ONTARIO	1.4 CITY-ST-ZIP	Montreal, Quebec				
TITLE	CD	2.1 TITLE		Change Addition			
NAME	CLEGHORN, J.E.	2.2 NAME					
STREET ADDRESS	200 BAY STREET	2.3 STREET ADDRESS					
CITY-ST-ZIP	TORONTO ON	2.4 CITY-ST-ZIP					
TITLE	VC	3.1 TITLE		Change Addition			
NAME	FEENEY, G.J.	3.2 NAME					
STREET ADDRESS	1 PLACE VILLE MARIE	3.3 STREET ADDRESS					
CITY-ST-ZIP	MONTREAL, QUEBEC	3.4 CITY-ST-ZIP					
TITLE	VC	4.1 TITLE		Change Addition			
NAME	GALLOWAY, B.C.	4.2 NAME					
STREET ADDRESS	200 BAY STREET	4.3 STREET ADDRESS					
CITY-ST-ZIP	TORONTO, ONTARIO	4.4 CITY-ST-ZIP					
TITLE	VD	5.1 TITLE	VC	Change Addition			
NAME	BOLDUC, J.E.	5.2 NAME	Bolduc, J.E.				
STREET ADDRESS	1 PLACE VILLE MARIE	5.3 STREET ADDRESS	1 Place Ville Marie				
CITY-ST-ZIP	MONTREAL, QUEBEC	5.4 CITY-ST-ZIP	Montreal, Quebec				
TITLE	AS	6.1 TITLE		Change Addition			
NAME	PHILION, L.	6.2 NAME					
STREET ADDRESS	1 PLACE VILLE MARIE	6.3 STREET ADDRESS					
CITY-ST-ZIP	MONTREAL, QUEBEC	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]* REQUIRED

April 22, 1997

(514) 874-4798

LOUISE PHILION, ASSISTANT CORPORATE SECRETARY

Date Daytime Phone # 0529618

CR2E034 (9/96)