

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

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Feb 11 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 # F94000004668 (9)

1. Corporation Name
TENCOR INSTRUMENTS INC.

Principal Place of Business

2400 CHARLESTON RD.
MOUNTAIN VIEW CA 94043

Mailing Address

2400 CHARLESTON RD.
MOUNTAIN VIEW CA 94043-1830



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/09/1994		3a. Date of Last Report 05/01/1996	
21. One Technology Dr		26. One Technology Dr		4. FEI Number 94-2464767		Applied For Not Applicable	
22. Suite, Apt. #, etc.		27. Suite, Apt. #, etc.		5. Certificate of Status Desired		☐ \$8.75 Additional Fee Required ☐ \$5.00 May Be Added to Fees	
23. City & State MILPITAS		28. City & State MILPITAS		6. Election Campaign Financing Trust Fund Contribution		☐ \$5.00 May Be Added to Fees ☐ \$5.00 May Be Added to Fees	
24. Zip 95035		25. Country USA		29. Zip 95035		30. Country USA	
26. Zip 95035		27. Country USA		31. Zip 95035		32. Country USA	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS ST. SUITE 105 TALLAHASSEE FL 32301				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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	PD	☐ DELETE	1.1 TITLE	See attached	☐ Change	☒ Addition	
NAME	TOMPKINS, JON D		1.2 NAME	Sheets			
STREET ADDRESS	12740 SUMMERHILL CT.		1.3 STREET ADDRESS				
CITY - ST - ZIP	LOS ALTOS CA 94024		1.4 CITY - ST - ZIP				
TITLE	VD	☐ DELETE	2.1 TITLE	Director	☒ Change	☐ Addition	
NAME	ELKUS, RICHARD J JR		2.2 NAME	Elkus, Richard J, Jr.			
STREET ADDRESS	60 CLAY DR.		2.3 STREET ADDRESS	60 Clay Dr			
CITY - ST - ZIP	ATHERTON CA 94025		2.4 CITY - ST - ZIP	ATHERTON CA 94025			
TITLE	V	☐ DELETE	3.1 TITLE		☐ Change	☐ Addition	
NAME	WRIGHT, BRUCE R		3.2 NAME				
STREET ADDRESS	47 RED BIRCH CT.		3.3 STREET ADDRESS				
CITY - ST - ZIP	DANVILLE CA 94506		3.4 CITY - ST - ZIP				
TITLE	S	☒ DELETE	4.1 TITLE	S	☒ Change	☐ Addition	
NAME	CASEY, CLAUDIA		4.2 NAME	Frederick A Ball			
STREET ADDRESS	88 MIDDLEFIELD RD.		4.3 STREET ADDRESS	18930 Cyril Place			
CITY - ST - ZIP	ATHERTON CA 94027		4.4 CITY - ST - ZIP	SARATOGA CA 95070			
TITLE	V	☒ DELETE	5.1 TITLE	Executive VP	☒ Change	☐ Addition	
NAME	BAYLY, DAVID E		5.2 NAME	Graham S. O'Call			
STREET ADDRESS	19489 BROCKTON LN.		5.3 STREET ADDRESS	4 Lassen Court			
CITY - ST - ZIP	SARATOGA CA 95070		5.4 CITY - ST - ZIP	MENLO PARK CA 94025			
TITLE	V	☒ DELETE	6.1 TITLE	V	☒ Change	☐ Addition	
NAME	HASAN, TALAT F		6.2 NAME	Gary Bultman			
STREET ADDRESS	10655 SANTA LUCIA RD.		6.3 STREET ADDRESS	10274 Keenbar Rd			
CITY - ST - ZIP	CUPERTINO CA 95014		6.4 CITY - ST - ZIP	Los Altos CA 94024			

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: Frederick A Ball REQUIRED
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Date: 2/3/97 Daytime Phone #: 408 571 - 7141

CR2E034 (9/96)

TECNOR INSTRUMENTS USA
LISTING OF DIRECTORS

Rev. 7/24/96 12:00 p.m.

NAME	ADDRESS	SN# TAXID#	TITLE	DATE OF OFFICE	Phone
Bagley, James W.	On Trak Systems 1010 Rincon Circle San Jose, CA 95131	428-72-6042	Director	06/15/93	408 952-5563-W 415 961-8733-H
Elkus, Jr., Richard J.	328 Walsh Road Atherton, CA 94027	549-44-9643	Vice Chairman	02/25/94	408 970-9500-W 415 854-8954-H
Morton, Dean O.	Hewlett-Packard Co. 3200 Hillview Ave., Palo Alto, CA 94304	512-22-3849	Director	06/15/93	415-857-3659-W 415 941-2971-H
Quate, Calvin F.	Dept. of Applied Physics Stanford University Stanford, CA 94305	529-14-4418	Director	08/11/89	415 723-0213-W 415 493-0106-H
Tompkins, Jon D.	12740 Summerhill Cr. Los Altos, CA 94024	543-40-8254	Chairman	11/15/93	415 988-4455-W 415 949-0728 -H 415 948-6662-Fax@H
Urbanek, Lida	75 Tuscaloosa Ave., Atherton, CA 94027	060-32-7423	Director	07/22/91	415 324-9105-H 415 324-0974-Fax@H
Zaphiropoulos, Renn	12400 W. Hwy 56 PO Box 1022 Cedar City, UT 84720	111-22-7206	Director	05/06/88	801 586-5922-H 801 865-1000-Fax@H

Tencor Instruments USA - Corporate Officers - Rev. 10/21/96 2:51 PM

Name	Address	SS# / Tax ID #	Title	Date of Office
Alles, David S.	450 Oak Grove, Apt. 216 Santa Clara, CA 95054 (408) 727-1173	138-32-9875	Chief Technical Officer	8/12/96
Ball, Frederick A.	18930 Cyril Place Saratoga, CA 95070 (408) 255-0320	229-15-4191	Vice President Corporate Controller Corporate Secretary	07/01/96 03/07/95 11/13/95
Bultman, Gary	10274 Kenbar Road Los Altos Hills, CA 94024 (415) 948-9109	513-62-6536	Vice President, Corporate Marketing	05/15/95
Colby, William A.	17017 Bohlman Road Saratoga, CA 95070 (408) 741-0625	526-78-7083	Vice President Customer Satisfaction	12/20/95
Fortino, Dennis J.	133 Jackson Street Los Gatos, CA 95032 (408) 354-2030	336-36-4380	Vice President Metrology Division	11/13/95
Kahn, Michael E.	990 Solano Court Mountain View, CA 94040 (415) 948-1264	452-54-6576	Vice President Film Measurement Division	05/03/93
Siddall, Graham	4 Lassen Court Menlo Park, CA 94025 (415) 854-1196	558-43-6815	Executive Vice President Chief Operating Officer	12/20/95 [Sr. VP on 11/14/94] [VP on 09/20/88]
Tompkins, Jon D.	12740 Summerhill Court Los Altos, CA 94024 (415) 949-0728	543-40-8254	President & C.E.O. Chairman of the Board	04/22/91 11/15/93
Wright, Bruce R.	47 Red Birch Court Danville, CA 94506 (510) 736-8493	551-68-4268	Senior Vice President & C.F.O.	11/11/91 [Sr. VP on 11/14/94]
Yoshii, Seiji	2-9-6 Narusedai Machida-Shi Tokyo, Japan	N/A	Vice President, Tencor President, Tencor Japan	10/25/91