

FILE NOW: FILING FEE IS \$61.25

FILED

May 14 1998 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
---	---	--

DOCUMENT # F97000006749 (2)

1. Corporation Name
NASD REGULATION, INC.



Principal Place of Business 1735 K ST., N.W. WASHINGTON DC 20006	Mailing Address 1735 K ST., N.W. WASHINGTON DC 20006
--	--

3. Date Incorporated or Qualified 12/15/1997
4. FEI Number 52-1959501
Applied For <input type="checkbox"/> Not Applicable

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

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
7. Is this nonprofit corporation a homeowners association? <input type="checkbox"/> Yes <input type="checkbox"/> No	
8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
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
85 Zip Code

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

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

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	SCHAPIRO, MARY L	
STREET ADDRESS	1735 K ST., N.W.	
CITY-ST-ZIP	WASHINGTON DC 20006	
TITLE	V	<input type="checkbox"/> DELETE
NAME	FIENBERG, LINDA	
STREET ADDRESS	1735 K ST., N.W.	
CITY-ST-ZIP	WASHINGTON DC 20006	
TITLE	S	<input type="checkbox"/> DELETE
NAME	CONLEY, JOAN C	
STREET ADDRESS	1735 K ST., N.W.	
CITY-ST-ZIP	WASHINGTON DC 20006	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	ALLEN, JOAN C	
STREET ADDRESS	1735 K ST., N.W.	
CITY-ST-ZIP	WASHINGTON DC 20006	
TITLE	T	<input type="checkbox"/> DELETE
NAME	ALLEN, JAMES R	
STREET ADDRESS	1735 K ST., N.W.	
CITY-ST-ZIP	WASHINGTON DC 20006	
TITLE	DC	<input checked="" type="checkbox"/> DELETE
NAME	BIRNBAUM, ROBERT J	
STREET ADDRESS	1735 K ST., N.W.	
CITY-ST-ZIP	WASHINGTON DC 20006	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Harry P. Kamen
4.3 STREET ADDRESS	1 Madison Avenue
4.4 CITY-ST-ZIP	New York, NY 10010
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Robert R. Glauber
5.3 STREET ADDRESS	79 John F. Kennedy Street
5.4 CITY-ST-ZIP	Cambridge, MA 02138
6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	Richard F. Brueckner
6.3 STREET ADDRESS	One Pershing Plaza
6.4 CITY-ST-ZIP	Jersey City, NJ 07399

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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *James R. Allen* James R. Allen / Sr. Vice President & Treasurer 4/15/98

CR2E037 (10/97)

NASD Regulation, Inc.
1735 K Street, NW, Washington, DC 20006
Officers

Mary L. Schapiro	President
Linda D. Fienberg	Executive Vice President
Mary Alice Brophy	Executive Vice President
Barry R. Goldsmith	Executive Vice President
R. Clark Hooper	Executive Vice President
Elisse B. Walter	Executive Vice President
Alden S. Adkins	Senior Vice President & General Counsel
James R. Allen	Senior Vice President & Treasurer
James M. Cangiano	Senior Vice President
Gerard F. Foley	Senior Vice President
Martin A. Kuperberg	Senior Vice President
John P. Nocella	Senior Vice President
Susan Baumann	Vice President
Frank J. Birgfeld	Vice President
Warren Butler	Vice President
Thomas R. Cassella	Vice President
Seth P. Chamberlain	Vice President
Marilyn Davis	Vice President
Joseph Furey	Vice President
Thomas R. Gira	Vice President
Gary K. Liebowitz	Vice President
Derek Linden	Vice President
Stephen I. Luparello	Vice President
Deborah Masucci	Vice President
Frank J. McAuliffe	Vice President
David T. Miller	Vice President
John M. Ramsay	Vice President
Willis H. Riccio	Vice President
Carlotta A. Romano	Vice President
Jack R. Rosenfield	Vice President
Thomas Selman	Vice President
William R. Schief	Vice President
Roger Sherman	Vice President
Daniel M. Sibears	Vice President
Joan C. Conley	Secretary

NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

1998

NASD Regulation, Inc. Subsidiary Board

Todd A. Robinson, Chair
LPL Financial Services
155 Federal Street
Boston, MA 02110
(617) 423-3644 x4280
(617) 556-4199 - Fax
todd.robinson@lpl.com

Richard F. Brueckner
Donaldson, Lufkin & Jenrette Securities
One Pershing Plaza
Jersey City, NJ 07399
(201) 413-3070
(201) 413-2797 - Fax
RichBrueck@AOL.COM
RBRUECKNER@Pershing.COM

Robert R. Glauber
John F. Kennedy School of Government
Weil Hall, Harvard University
79 John F. Kennedy Street
Cambridge, MA 02138
(617) 495-1447
(617) 496-0063 - Fax
robert_glauber@harvard.edu

Harry P. Kamen
Metropolitan Life Insurance Company
1 Madison Avenue
New York, NY 10010
(212) 578-6321
(212) 447-7516 - Fax

Philip R. Lochner, Jr.
Time Warner Inc.
75 Rockefeller Plaza
28th Floor
New York, NY 10019
(212) 484-7390
(212) 247-3952 - Fax
Phil.Lochner@twi.com

James S. Riepe
T. Rowe Price Associates, Inc.
100 East Pratt Street
Baltimore, MD 21202
(410) 345- 5745
(410) 727-8540 - Fax
jriepe@troweprice.com

Mary L. Schapiro
NASD Regulation, Inc.
1735 K Street, N.W.
Washington, D.C. 20006
(202) 728-8140
(202) 728-8075 - Fax

Kenneth J. Wessels
Wessels, Arnold & Henderson, LLC
620 2nd Avenue South
Minneapolis, MN 55402
(612) 373-6115
(612) 373-1380 - Fax
kwessels@wessels.com

(1/15/98)