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FILED
May 15 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 # P28105 (5)

1. Corporation Name
NATIONSBANC CAPITAL MARKETS, INC.

Principal Place of Business

CHARLOTTE
NCI 007-19-03 CORPORATE TAX
CHARLOTTE NC 28255
US

401 N TRYON ST
NC1-021-03-09
c/o CORPORATE TAX
CHARLOTTE NC 28255



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 02/14/1990		3a. Date of Last Report 05/20/1996	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 56-1684171		Applied For Not Applicable	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. 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
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's signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C MAXWELL, WILLIAM NATIONSBANK PLAZA T20-15 CHARLOTTE NC	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	P GROSS, RICHARD NATIONSBANK PLAZA T20-15 CHARLOTTE NC	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	COO NEWTN, RONALD NATIONSBANK PLAZA T20-15 CHARLOTTE NC	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	SVP GUNTHER, MICHAEL NATIONSBANK PLAZA T20-15 CHARLOTTE NC	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	AS BOWDEN, THEODORE NATIONSBANK PLAZA T20-15 CHARLOTTE NC	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	T SHELTON, DAN NATIONSBANK PLAZA T20-15 CHARLOTTE NC	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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: *Susan Mays Newman*

4/28/97

SUSAN MAYS NEWMAN
Senior Vice President

CR2E034 (9/96)

11/21/96

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Active Officer & Director Report
401 N TRYON ST NC1-021-03-09
c/o CORPORATE TAX
CHARLOTTE NC 28255

NationsBanc Capital Markets, Inc.

<u>Directors</u>	<u>Title</u>	<u>Start Dt</u>	<u>Last El.</u>
William L. Maxwell	Chairman of the Board	08/31/95	08/31/95
Stewart M. Boswell	Director	08/02/93	08/31/95
Thomas W. Bunn	Director	04/30/96	04/30/96
Richard V. Downen	Director	04/12/95	08/31/95
John B. Griff	Director	08/02/93	08/31/95
Richard Gross	Director	08/02/93	08/31/95
Michael Gunther	Director	04/12/95	08/31/95
Raleigh Hortenstine III	Director	08/02/93	08/31/95
Ronald J. Newth	Director	04/12/95	08/31/95
Mark J. Seals	Director	08/02/93	08/31/95

<u>Officers</u>	<u>Title</u>	<u>Start Dt</u>	<u>Last El.</u>
FOR MESSAGE READ TEXT	Very Important Message	06/14/95	06/14/95
William L. Maxwell	Chairman of the Board	08/31/95	08/31/95
Richard Gross	President	09/14/94	09/14/94
Ronald J. Newth	Chief Operating Officer/Secretary	04/12/95	04/12/95
George C. Carp	FINOP/Chief Accounting Officer	09/14/94	09/14/94
George G. Ellison	Senior Vice President and Managing Director	10/28/96	10/28/96
James E. Furr, III	Senior Vice President/Director of Compliance and Regulatory Relations	10/28/96	10/28/96
Charles M. Williams, Jr.	Chief Compliance Officer	08/30/96	08/30/96
Rebecca A. Dooley	Compliance Officer/Assistant Secretary	04/20/94	04/20/94
Donald R. St. Clair	Finance Officer/Operations Officer	09/14/94	09/14/94