



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State

Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

Form with sections for Corporate ID No., Name of Corporation, Street Address, Business Phone No., State of Incorporation, SIC Code, Officers (President, Vice President, Secretary, Treasurer), and Directors. Includes handwritten entries for UBS Financial Services Inc. and various names and addresses.

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



25832

FILED

File Date: MAR 03 2005
Check No.: 1266804
By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature]
Lou Devic -
First Vice President T

UBS Financial Services Inc.

Tax Department, 1st Floor
800 Harbor Boulevard
Weehawken, NJ 07086
201-352-4418
201-352-2443 fax

Officers & Directors Report

Officers

Mark Sutton	Chairman	800 Harbor Boulevard, Weehawken, NJ 07086
Robert Silver	President & Chief Executive Officer	800 Harbor Boulevard, Weehawken, NJ 07086
Terry L. Atkinson	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Thomas Naratil	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Bruce A. Bursey	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Barry J. Buchsbaum	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Hale E. Cullom, Jr.	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Michael Anthony Davis	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Robert J. Chersi	Executive Vice President, Chief Financial Officer, Treasurer & Assistant Secretary	800 Harbor Boulevard, Weehawken, NJ 07086
Diane Frimmel	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
James M. Pierce	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Frank A. Lenti	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Matthew Levitan	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Charles H. Nobs	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Ron Safir	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Timothy Sennatt	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Geraldine L. Banyai	Corporate Vice President & Secretary	800 Harbor Boulevard, Weehawken, NJ 07086
Richard Borovoy	Assistant Secretary	800 Harbor Boulevard, Weehawken, NJ 07086
Kenneth Levine	Senior Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Lou Devico	First Vice President	800 Harbor Boulevard, Weehawken, NJ 07086

Directors

Robert Chersi	800 Harbor Boulevard, Weehawken, NJ 07086
Robert H. Silver	800 Harbor Boulevard, Weehawken, NJ 07086
Mark B. Sutton	800 Harbor Boulevard, Weehawken, NJ 07086



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

Form with sections 1-11: Corporate ID No. 25632, Name of Corporation UBS Financial Services Inc., Principal Business Office 800 Harbor Blvd, Weehawken, NJ 07086, State of Incorporation DELAWARE, Brief Description of the Character of Business Conducted in Rhode Island SECURITIES BROKER, Names and Addresses of the Officers (President: Joseph Grano, Vice President: Scott Abbey, Secretary: Geraldine Banyai, Treasurer: Robert Chersi), Names and Addresses of the Directors (Joseph Grano, Luzius Cameron, Robert Chersi, Thomas Naratil), Shares Authorized 100 \$1.00 PAR VALUE, Shares Issued 100 Common 1.00.

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 2 5 6 3 2 *

File Date 4/22/04, Check No. 1179652, By: W., FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer Lou Devicò, Date 4/12/04, Print or Type Name of Officer FIRST Vice President T, Title of Officer

UBS Financial Services Inc.

Tax Department, 1st Floor
800 Harbor Boulevard
Weehawken, NJ 07086
201-352-4418
201-352-2443 fax

Officers & Directors Report

Officers

Joseph J. Grano, Jr.	Chairman	800 Harbor Boulevard, Weehawken, NJ 07086
Robert Silver	President & Chief Executive Officer	800 Harbor Boulevard, Weehawken, NJ 07086
Scott G. Abbey	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Terry L. Atkinson	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Thomas Naratil	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Bruce A. Bursey	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Barry J. Buchsbaum	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Hale E. Cullom, Jr.	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Michael Anthony Davis	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Robert Donato	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Robert J. Chersi	Executive Vice President, Chief Financial Officer, Treasurer & Assistant Secretary	800 Harbor Boulevard, Weehawken, NJ 07086
Diane Frimmel	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Marten S. Hoekstra	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Herbert F. Janick III	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
James M. Pierce	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Frank A. Lenti	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Matthew Levitan	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Charles H. Nobs	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Ron Safr	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
J. Richard Sipes	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Timothy Sennatt	Executive Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Geraldine L. Banyai	Corporate Vice President & Secretary	800 Harbor Boulevard, Weehawken, NJ 07086
Richard Borovoy	Assistant Secretary	800 Harbor Boulevard, Weehawken, NJ 07086
Kenneth Levine	Senior Vice President	800 Harbor Boulevard, Weehawken, NJ 07086
Lou Devico	Assistant Treasurer	800 Harbor Boulevard, Weehawken, NJ 07086

Directors

Joseph J. Grano, Jr.	800 Harbor Boulevard, Weehawken, NJ 07086
Robert H. Silver	800 Harbor Boulevard, Weehawken, NJ 07086
Mark B. Sutton	800 Harbor Boulevard, Weehawken, NJ 07086



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. **25632** 2. Name of Corporation **UBS PaineWebber Inc.**
3. Street Address Principal Business Office **1000 Harbor Blvd** City **Weehawken** State **NJ** Zip **07086**
4. Business Phone No. **201-352-0559** 5. State of Incorporation **DELAWARE** 6. SIC Code **6064**
7. Brief Description of the Character of Business Conducted in Rhode Island **Securities Broker**

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

<p>President Name Mark B Sutton Street Address 1000 Harbor Blvd City Weehawken State NJ Zip 07086</p>	<p>Vice President Name Kenneth Levine Street Address 1000 Harbor Blvd City Weehawken State NJ Zip 07086</p>
<p>Secretary Name Geraldine L. Banyai Street Address 1000 Harbor Blvd City Weehawken State NJ Zip 07086</p>	<p>Treasurer Name Robert Chersi Street Address 1000 Harbor Blvd City Weehawken State NJ Zip 07086</p>

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

<p>Director Name Joseph Grano Street Address 1000 Harbor Blvd City Weehawken State NJ Zip 07086</p>	<p>Director Name Robert H Silver Street Address 1000 Harbor Blvd City Weehawken State NJ Zip 07086</p>
<p>Director Name Mark B. Sutton Street Address 1000 Harbor Blvd City Weehawken State NJ Zip 07086</p>	<p>Director Name _____ Street Address _____ City _____ State _____ Zip _____</p>

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Class/Series	Par Value
100	\$1.00	PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Class/Series	Par Value
100	Common	1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: **4-10-03**
Check No.: **1075533**
By: **[Signature]**

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: **[Signature]** Date: **2/14/03**
Print or Type Name of Officer: **Low Devico**
Title of Officer: **Asst Treasurer**



UBS PaineWebber Inc.
Tax Department, 9th Floor
1000 Harbor Boulevard
Weehawken, NJ 07087
201-352-4418
201-352-2443 fax
ubspainewebber.com

Officers & Directors Report

Officers

Joseph J. Grano, Jr.	Chairman & Chief Executive Officer	1000 Harbor Boulevard, Weehawken, NJ 07086
Mark B. Sutton	President	1000 Harbor Boulevard, Weehawken, NJ 07086
Scott G. Abbey	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Terry L. Atkinson	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Thomas Naratil	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Bruce A. Bursley	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Barry J. Buchsbaum	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Hale E. Cullom, Jr.	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Michael Anthony Davis	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Robert Donato	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Robert J. Chersi	Executive Vice President, Chief Financial Officer, Treasurer & Assistant Secretary	1000 Harbor Boulevard, Weehawken, NJ 07086
Diane Frimmel	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Marten S. Hoekstra	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Herbert F. Janick III	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Theodore M. Johnson	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
James M. Pierce	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Frank A. Lenti	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Theodore A. Levine	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Matthew Levitan	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
James P. MacGilvray	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Charles H. Nobs	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Hugh J. O'Hare	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Ron Safir	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Robert H. Silver	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
J. Richard Sipes	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Timothy Sennatt	Executive Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Geraldine L. Banyai	Corporate Vice President & Secretary	1000 Harbor Boulevard, Weehawken, NJ 07086
Richard Borovoy	Assistant Secretary	1000 Harbor Boulevard, Weehawken, NJ 07086
Kenneth Levine	Senior Vice President	1000 Harbor Boulevard, Weehawken, NJ 07086
Lou Devico	Assistant Treasurer	1000 Harbor Boulevard, Weehawken, NJ 07086

Directors

Joseph J. Grano, Jr.	1000 Harbor Boulevard, Weehawken, NJ 07086
Robert H. Silver	1000 Harbor Boulevard, Weehawken, NJ 07086
Mark B. Sutton	1000 Harbor Boulevard, Weehawken, NJ 07086

STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040

STOP
PLEASE READ
INSTRUCTIONS

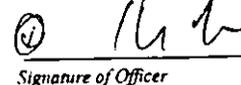
PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002
Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 25632		2. Name of Corporation UBS PAINWEBBER INC.			
3. Street Address Principal Business Office 1000 HARBOR BLVD			City WEEHAWKEN	State NJ	Zip 07086
4. Business Phone No. (201)352-0559		5. State of Incorporation DELAWARE			6. SIC Code 6064
7. Brief Description of the Character of Business Conducted in Rhode Island SECURITIES BROKER					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name JOSEPH GRANO			Vice President Name KENNETH LEVINE		
Street Address 1000 HARBOR BLVD			Street Address 1000 HARBOR BLVD		
City WEEHAWKEN	State NJ	Zip 07086	City WEEHAWKEN	State NJ	Zip 07086
Secretary Name DOROTHY F. HAUGHEY			Treasurer Name WILLIAM NOLAN		
Street Address 1000 HARBOR BLVD			Street Address 1000 HARBOR BLVD		
City WEEHAWKEN	State NJ	Zip 07086	City WEEHAWKEN	State NJ	Zip 07086
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name MARGO N. ALEXANDER			Director Name REGINA DOLAN		
Street Address 1000 HARBOR BLVD			Street Address 1000 HARBOR BLVD		
City WEEHAWKEN	State NJ	Zip 07086	City WEEHAWKEN	State NJ	Zip 07086
Director Name DONALD B. MARRON			Director Name JAMES P. MACGILVARY		
Street Address 1000 HARBOR BLVD			Street Address 1000 HARBOR BLVD		
City WEEHAWKEN	State NJ	Zip 07086	City WEEHAWKEN	State NJ	Zip 07086
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class / Series	Par Value	Number of Shares	Class / Series	Par Value
100	COMMON	1.00	100	COMMON	1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.


Signature of Officer

2/25/02
Date

File Date: 5-6-02
99280
Check No.: 

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001

Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **25632** 2. Name of Corporation **PaineWebber Incorporated**

3. Street Address Principal Business Office **1000 Harbor Blvd - Tax Dept 9th Fl. Weehawken NJ 07087**
4. Business Phone No. **(201) 902-4323** 5. State of Incorporation **DELAWARE** 6. **8084**

7. Brief Description of the Character of Business Conducted in Rhode Island
Securities Broker

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Joseph J. Grano, Jr. Street Address 1000 Harbor Blvd City State Zip Weehawken NJ 07087	Vice President Name Kenneth (FVP) Levine Street Address 1000 Harbor Blvd City State Zip Weehawken NJ 07087
Secretary Name Dorothy F. Haughey Street Address 1000 Harbor Blvd City State Zip Weehawken NJ 07087	Treasurer Name William J. Nolan Street Address 1000 Harbor Blvd. City State Zip Weehawken NJ 07087

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Margo N. Alexander Street Address 1000 Harbor Blvd City State Zip Weehawken NJ 07087	Director Name Regina A. Dolan Street Address 1000 Harbor Blvd City State Zip Weehawken NJ 07087
Director Name Donald B. Marron Street Address 1000 Harbor Blvd City State Zip Weehawken NJ 07087	Director Name James P. MacGilvray Street Address 1000 Harbor Blvd. City State Zip Weehawken NJ 07087

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Number of Shares	Class/Series	Par Value
	100	Common	\$1.00
	50	Preferred	\$100.00

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Number of Shares	Class/Series	Par Value
	\$1.00	Common	\$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee.



* 2 5 6 3 2 *

3/2

File Date: _____
Check No.: **869184**
By: **[Signature]**

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] **2/22/01**
Signature of Officer Date
Kenneth Levine
Print or Type Name of Officer
SVP
Title of Officer

1000 Harbor Blvd
Weehawken, NJ 07087

Directors, Officers Report

PaineWebber Incorporated

Thursday, September 23, 1999

DIRECTORS

Margo N. Alexander	Director, Executive Vice President - Chairman and Chief Executive Officer, Mitchell Hutchins Asset Management Inc.
Terry L. Atkinson	Director, Managing Director and Director, Municipal Securities Group
Brian M. Barefoot	Director, Executive Vice President and Director, Investment Banking
Steven P. Baum	Director, Executive Vice President and Director - Global Fixed Income & Capital Markets
Michael Culp	Director, Managing Director and Director of Research
Regina A. Dolan	Director, Executive Vice President, Chief Financial Officer and Chief Administrative Officer
Joseph J. Grano, Jr.	Director and President
Edward M. Kerschner	Director, Managing Director and Chairman, Investment Policy Committee
James P. MacGilvray	Director, Executive Vice President and Director, Transaction Services Division
Donald B. Marron	Director, Chairman and Chief Executive Officer
Robert H. Silver	Director, Executive Vice President and Director, Operations, Service and Systems
Mark B. Sutton	Director, Executive Vice President and President, Private Client Group

OFFICERS

Donald B. Marron	Chairman & Chief Executive Officer
Joseph J. Grano, Jr.	President
Anthony M. DiIorio	Executive Vice President and Contoller
Regina A. Dolan	Executive Vice President, Chief Financial Officer and Chief Administrative Officer
Theodore A. Levine	Executive Vice President
Matthew Levitan	Executive Vice President
William J. Nolan	Executive Vice President and Treasurer
Geraldine L. Banyai	Corporate Vice President & Secretary
Kenneth Levine	Sr. Vice - President

COMMITTEE MEMBERS

Donald B. Marron	Executive Committee, Chairman
Margo N. Alexander	Executive Committee
Steven P. Baum	Executive Committee
Regina A. Dolan	Executive Committee
Joseph J. Grano, Jr.	Executive Committee
Robert H. Silver	Executive Committee
Mark B. Sutton	Executive Committee



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **25632** 2. Name of Corporation **PaineWebber Incorporated**

3. Street Address Principal Business Office **1000 Harbor Blvd.** City **Weehawken** State **NJ** Zip **07087**
4. Business Phone No. **(201) 352-4323** 5. State of Incorporation **DELAWARE** 6. SIC Code **6064**

7. Brief Description of the Character of Business Conducted in Rhode Island
Securities broker

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Joseph J. Grano, Jr. Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087	Vice President Name Kenneth Levine Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087
Secretary Name Geraldine L. Banyai Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087	Treasurer Name William J. Nolan Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Margo N. Alexander Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087	Director Name Brian M. Barefoot Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087
Director Name Regina A. Dolan Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087	Director Name Steven P. Baum Street Address 1000 Harbor Blvd. City Weehawken State NJ Zip 07087

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

Number of Shares	Class/Series	Par Value
100	common	\$ 1.00
50	preferred	\$ 1.00

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

Number of Shares	Class/Series	Par Value
100	common	\$ 1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 2 5 6 3 2 *

File Date: 2/22/00
Check No.: 744360
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] Date 2-7-00
Signature of Officer
Kenneth Levine
Print or Type Name of Officer
SVP
Title of Officer

Address,
1000 Harbor Blvd.
Weehawken, NJ 07087

Directors, Officers Report

PaineWebber Incorporated

Thursday, September 23, 1999

DIRECTORS

Margo N. Alexander	Director, Executive Vice President - Chairman and Chief Executive Officer, Mitchell Hutchins Asset Management Inc.
Terry L. Atkinson	Director, Managing Director and Director, Municipal Securities Group
Brian M. Barefoot	Director, Executive Vice President and Director, Investment Banking
Steven P. Baum	Director, Executive Vice President and Director - Global Fixed Income & Capital Markets
Michael Culp	Director, Managing Director and Director of Research
Regina A. Dolan	Director, Executive Vice President, Chief Financial Officer and Chief Administrative Officer
Joseph J. Grano, Jr.	Director and President
Edward M. Kerschner	Director, Managing Director and Chairman, Investment Policy Committee
James P. MacGilvray	Director, Executive Vice President and Director, Transaction Services Division
Donald B. Marron	Director, Chairman and Chief Executive Officer
Robert H. Silver	Director, Executive Vice President and Director, Operations, Service and Systems
Mark B. Sutton	Director, Executive Vice President and President, Private Client Group

OFFICERS

Donald B. Marron	Chairman & Chief Executive Officer
Joseph J. Grano, Jr.	President
Anthony M. DiIorio	Executive Vice President and Controller
Regina A. Dolan	Executive Vice President, Chief Financial Officer and Chief Administrative Officer
Theodore A. Levine	Executive Vice President
Matthew Levitan	Executive Vice President
William J. Nolan	Executive Vice President and Treasurer
Geraldine L. Banyai	Corporate Vice President & Secretary
Kenneth Levine	Sr. Vice - President

COMMITTEE MEMBERS

Donald B. Marron	Executive Committee, Chairman
Margo N. Alexander	Executive Committee
Steven P. Baum	Executive Committee
Regina A. Dolan	Executive Committee
Joseph J. Grano, Jr.	Executive Committee
Robert H. Silver	Executive Committee
Mark B. Sutton	Executive Committee

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **25632** 2. Name of Corporation **PalneWebber Incorporated**

3. Street Address Principal Business Office
1000 Harbor Blvd. - Tax Dept. 9th Fl. City **Weehawken** State **NJ** Zip **07087**

4. Business Phone No. **(201) 902-4323** 5. State of Incorporation **DELAWARE** 6. SIC Code **6064**

7. Brief Description of the Character of Business Conducted in Rhode Island
securities broker

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name **Joseph J. Grano, Jr.** Vice President Name (FVP) **Kenneth Levine**

Street Address **1000 Harbor Blvd.** Street Address **1000 Harbor Blvd.**

City **Weehawken** State **NJ** Zip **07087** City **Weehawken** State **NJ** Zip **07087**

Secretary Name **Dorothy F. Haughey** Treasurer Name **William J. Nolan**

Street Address **1000 Harbor Blvd.** Street Address **1000 Harbor Blvd.**

City **Weehawken** State **NJ** Zip **07087** City **Weehawken** State **NJ** Zip **07087**

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name **Margo N. Alexander** Director Name **Regina A. Dolan**

Street Address **1000 Harbor Blvd.** Street Address **1000 Harbor Blvd.**

City **Weehawken** State **NJ** Zip **07087** City **Weehawken** State **NJ** Zip **07087**

Director Name **Donald B. Marron** Director Name **James P. MacGilvray**

Street Address **1000 Harbor Blvd.** Street Address **1000 Harbor Blvd.**

City **Weehawken** State **NJ** Zip **07087** City **Weehawken** State **NJ** Zip **07087**

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) 11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
100	common	\$1.00	100	common	\$1.00
50	preferred	\$1.00			

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 1/19/99
Check No.: 699049
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 2-23-99
Print or Type Name of Officer: Kenneth Levine
Title of Officer: First Vice-President

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **25632** 2. Name of Corporation **PaineWebber Incorporated**

3. Street Address Principal Business Office **1000 Harbor Blvd.** City **Weehawken** State **N.J.** Zip **07087**
4. Business Phone No. **(201) 902-4323** 5. State of Incorporation **DELAWARE** 6. SIC Code **6064**

7. Brief Description of the Character of Business Conducted in Rhode Island
Securities broker/dealer

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name Joseph J. Grano, Jr. Street Address 1000 Harbor Blvd. City Weehawken State N.J. Zip 07087	Vice President Name Margo N. Alexander Street Address 1000 Harbor Blvd. City Weehawken State N.J. Zip 07087
Secretary Name Dorothy F. Haughey Street Address 1000 Harbor Blvd. City Weehawken State N.J. Zip 07087	Treasurer Name - ASST. Kenneth Levine Street Address 1000 Harbor Blvd. City Weehawken State N.J. Zip 07087

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name Margo N. Alexander Street Address 1000 Harbor Blvd. City Weehawken State N.J. Zip 07087	Director Name Terry L. Atkinson Street Address 1000 Harbor Blvd. City Weehawken State N.J. Zip 07087
Director Name Brian M. Barefoot Street Address City _____ State _____ Zip _____	Director Name Steven P. Baum Street Address City _____ State _____ Zip _____

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
100	common	\$1.00
50	preferred	1.00

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares	Class/Series	Par Value
100	common	\$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 3/9
Check No.: 0541063
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 3-2-98
Print or Type Name of Officer: Kenneth Levine
Title of Officer: Asst. Treasurer



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 25632 2. Name of Corporation PaineWebber Incorporated
3. Street Address Principal Business Office 1000 Harbor Blvd. City Weehawken State NJ Zip 07087
4. Business Phone No. 201-902-4323 5. State of Incorporation Delaware
6. SIC Code 07087

7. Brief Description of the Character of Business Conducted in Rhode Island

Securities Broker/Dealer

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name	Margo A. Alexander	Vice President Name	Brian M. Barefoot
Street Address	1000 Harbor Blvd.	Street Address	1000 Harbor Blvd.
City	Weehawken	City	Weehawken
State	NJ	State	NJ
Zip	07087	Zip	07087
Secretary Name	Dorothy F. Haughey	Treasurer Name (Asst)	Kenneth Levine
Street Address	1000 Harbor Blvd.	Street Address	1000 Harbor Blvd.
City	Weehawken	City	Weehawken
State	NJ	State	NJ
Zip	07087	Zip	07087

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name	Joseph J. Grano, Jr.	Director Name	Jerome A. Lichtstein
Street Address	1000 Harbor Blvd.	Street Address	1000 Harbor Blvd.
City	Weehawken	City	Weehawken
State	NJ	State	NJ
Zip	07087	Zip	07087
Director Name	Donald B. Marron	Director Name	James P. MacGilvray
Street Address	1000 Harbor Blvd.	Street Address	1000 Harbor Blvd.
City	Weehawken	City	Weehawken
State	NJ	State	NJ
Zip	07087	Zip	07087

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
100	Common	1.00	100	Common	1.00
50	Preferred	1.00			

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

File Date: 5/20/97
Check No.: 447730
By: GAL
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

X KL
Signature of Officer Date
Kenneth Levine
Print or Type Name of Officer
Asst. Treasurer
Title of Officer

**PROFIT CORPORATION
ANNUAL REPORT**

1996



State of Rhode Island and Providence Plantations
James R. Langevin, Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 25632
2. NAME OF CORPORATION PaineWebber Incorporated
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 1000 Harbor Blvd
CITY Weehawken STATE NJ ZIP CODE 07087
4. BUSINESS PHONE NO. (201) 902-4323
5. STATE OF INCORPORATION DELAWARE
6. SIC CODE
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND Securities Broker/Dealer

8. NAMES AND ADDRESSES OF THE OFFICERS

PRESIDENT NAME Margo N. Alexander STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087	VICE PRESIDENT NAME Brian M. Barefoot STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087
SECRETARY NAME Dorothy F. Haughey STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087	TREASURER NAME Louis J. DeVico STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087

9. NAMES AND ADDRESSES OF THE DIRECTORS

DIRECTOR NAME Joe Grano STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087	DIRECTOR NAME Michael D. Madden STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087
DIRECTOR NAME Donald B. Marron STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087	DIRECTOR NAME Ronald M. Schwartz STREET ADDRESS 1000 Harbor Blvd CITY Weehawken STATE NJ ZIP CODE 07087

10. SHARES AUTHORIZED AND ISSUED

AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
100	Common	1.00	100	Common	1.00
50	Preferred	1.00			

This report must be SIGNED IN INK by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 2/26/96
Check No: 347206
By: [Signature]

[Signature]
Signature of Officer
Louis J. DeVico
Print or Type Name of Officer
Asst Corp. V.P. - TRUS.
Title of Officer

For Secretary of State Use Only

Title of Officer

Date

DETACH BOTTOM BEFORE RETURNING

FORM 21 1295

File Fee \$100
Payable to
Secretary of State

PLEASE TYPE or PRINT
State of Rhode Island and Providence Plantations
Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335
401-277-3040

File Annually
L.L.C. Sept. 1 - Nov. 1
CORP. Jan. 1 - March

Corporate ID: 0025658 Annual Report for the year: 1995

Name of Business Entity: Rainnebber Incorporated

Business entity organized under the laws of the State of: Delaware

Federal Taxpayer Identification Number: 13-2638166

If a foreign entity, address and telephone number of principal office:

1000 Harbor Blvd Tax Dept. 9th Fl.

Weehawken, NJ 07087

Phone: (201) 902-4323

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box)

14 Pelham St, Newport RI, 02840

1520 Hospital Trust Tower

Providence, RI 02903

Phone: _____

Business Entity is (check one):
 Business Corporation (See RIGL Chapter 7-1.1)
 Professional Service Corporation (See RIGL Chapter 7-5.1)
 Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:

Lou DeVico - D.V.P.

1000 Harbor Blvd. Tax Dept. 9th Fl.

Weehawken, NJ 07087

Brief statement of the character of business conducted in Rhode Island

Securities Broker / Dealer

Date of Organization: 6/30/69

Date of Qualification to do business in Rhode Island (if foreign entity): _____

THE NAMES OF THE OFFICERS ARE:

- CHIEF EXECUTIVE OFFICER OR PRESIDENT (NAME) _____ STREET ADDRESS _____ CITY/STATE _____ ZIP _____
- CHIEF FINANCIAL OFFICER OR VICE PRESIDENT (NAME) _____ STREET ADDRESS _____ CITY/STATE _____ ZIP _____
- CHIEF FINANCIAL OFFICER OR SECRETARY (NAME) See Attached Schedule STREET ADDRESS _____ CITY/STATE _____ ZIP _____
- CHIEF TAX OFFICER OR TREASURER (NAME) _____ STREET ADDRESS _____ CITY/STATE _____ ZIP _____

THE NAMES OF THE DIRECTORS ARE:

- NAME _____ STREET ADDRESS _____ CITY/STATE _____ ZIP _____
- NAME _____ STREET ADDRESS _____ CITY/STATE _____ ZIP _____
- NAME _____ STREET ADDRESS See Attached Schedule CITY/STATE _____ ZIP _____

NUMBER OF SHARES AUTHORIZED (If Applicable)			NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)		
NUMBER	<u>100</u>	<u>50</u>	NUMBER	<u>100</u>	
CLASS	<u>Common</u>	<u>Preferred</u>	CLASS	<u>Common</u>	
SERIES			SERIES		
PAR VALUE OR WITHOUT PAR	<u>1.00</u>	<u>1.00</u>	PAR VALUE OR WITHOUT PAR	<u>1.00</u>	

Date: 2/24 1995 By: Louis J. DeVico
AGENT OR TYPE NAME OF OFFICER SIGNING: Louis J. DeVico
TITLE OF OFFICER SIGNING: D.V.P.

Form 31 594
DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form L.L.C. 3 must be filed

OF CORPORATION SYSTEM
125 DEXTER STREET
PROVIDENCE RI 02903

FILED
MAR 02 1995
By: [Signature]
251069

PaineWebber Incorporated

List Of Officers

State & Date of Incorporation : DE 6/30/69

Federal I. D. # : 13-2638166

Directors

Donald B. Marron
Paul B. Guenther
Joseph Grano
Robert Silver
Arthur A. Sharples

Officers

Paul B. Guenther	President
Louis J. DeVico	Asst. Treasurer
Lee Fensterstock	E.V.P.
James C. Treadway	E.V.P.
Frank A. Lenti	V.P.
Robert M. Berson	S.V.P.
Arthur M. Scrutro	S.V.P.
Bruce J. Williams	Managing Director
Dorothy F. Haughey	Secretary
Pierce R. Smith	Treasurer
Louis J. DeVico	V.P.

All Officers and Directors are located at : 1000 Harbor Boulevard
Tax Department, 9th Floor
Weehawken, NJ 07087

Filing Fee \$50.00
Payable to
Secretary of State

PLEASE TYPE OR PRINT
State of Rhode Island and Providence Plantations
Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335
401-277-3040

File Annually
LLC, Sept. 1 - Nov. 1
CORP, Jan. 1 - March 1

Corporate ID: 0025632 Annual Report for the year: 1994

Name of Business Entity: FaineWebber Incorporated

Business entity organized under the laws of the State of Delaware

Federal Taxpayer Identification Number: [REDACTED]

For foreign entity, address and telephone number of principal office:
1000 Harbor Blvd Tax Dept. 9th Fl
Weehawken, NJ 07087

Phone: (201) 902-4323

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

14 Pelham St, Newport RI, 02840
1520 Hospital Trust Tower
Providence, RI 02903

Phone ():

Business Entity is (check one):

- Business Corporation (See RIGL Chapter 7-1.1)
- Professional Service Corporation (See RIGL Chapter 7-5.1)
- Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:

Lou DeVico - D.Y.P.
1000 Harbor Blvd, Tax Dept. 9th Fl,
Weehawken, NJ 07087

Brief statement of the character of business conducted in Rhode Island:

Securities Broker / Dealer

Date of Organization: 6/30/69

Date of Qualification to do business in Rhode Island (if foreign entity):
12/31/69 RY

THE NAMES OF THE OFFICERS ARE:

OFFICE	NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
<input type="checkbox"/> CHIEF EXECUTIVE OFFICER OR <input type="checkbox"/> PRESIDENT (Check One)				
<input type="checkbox"/> CHIEF OPERATING OFFICER OR <input type="checkbox"/> VICE PRESIDENT (Check One)				
<input type="checkbox"/> CLERK OF RECORDS OR <input type="checkbox"/> SECRETARY (Check One)		<u>See Attached Schedule</u>		
<input type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input type="checkbox"/> TREASURER (Check One)				

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
	<u>See Attached Schedule</u>		

NUMBER OF SHARES AUTHORIZED (If Applicable)			NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)		
NUMBER	CLASS	SERIES	NUMBER	CLASS	SERIES
<u>100</u>	<u>Common</u>	<u>Preferred</u>	<u>100</u>	<u>Common</u>	<u>FILED</u>
					<u>APR 04 1994</u>
<u>1.00</u>	<u>1.00</u>		<u>1.00</u>		<u>By 0158721/mmc</u>

Date 2/21 19 94

By: Louis J. DeVico

PRINT OR TYPE NAME OF OFFICER SIGNING: Louis J. DeVico
TITLE OF OFFICER SIGNING: D.Y.P.

Form 31 1-84
DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

PaineWebber Incorporated

List Of Officers

State & Date of Incorporation : DE 6/30/69

Federal I. D. # : 13-2638166

Directors

Donald B. Marron
Paul B. Guenther
Joseph Grano
Robert Silver
Arthur A. Sharples

Officers

Paul B. Guenther	President
Peter A. Pezzulich	V.P.
Lee Fensterstock	E.V.P.
James C. Treadway	E.V.P.
Frank A. Lenti	V.P.
Robert M. Berson	S.V.P.
Arthur M. Scrutro	S.V.P.
Bruce J. Williams	Managing Director
Dorothy F. Haughey	Secretary
Pierce R. Smith	Treasurer
Louis J. DeVico	V.P.

All Officers and Directors are located at : 1000 Harbor Boulevard
Tax Department, 9th Floor
Weehawken, NJ 07087

Filing Fee \$50.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

806897 JB

Corporate ID 0025632 Annual Report for the year 1993

FIRST: The name of the corporation is PaineWebber Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Securities Broker / Dealer

FOURTH: If foreign corporation, address of its principal office 1000 Harbor Blvd.
Tax Dept. - 9th Floor, Weehawken, NJ 07087

FIFTH: Business address in Rhode Island 14 Pelham St., Newport, RI, 02840;
1520 Hospital Trust Tower, Providence, RI, 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
	President	<u>Schedule Attached</u>
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>Common</u>		<u>1.00</u>
<u>50</u>	<u>Preferred</u>		<u>1.00</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>Common</u>		<u>1.00</u>

PAID
MAR 04 1993
SECRETARY OF STATE

Dated 2/22 19 93

PaineWebber Incorporated
(Name of Corporation)

By D. Peter A. Agnell

Title V.P.

(Report must be signed by an officer)

PaineWebber Incorporated

List of Officers

State & Date of Incorporation : DE 6/30/69

Federal I. D. # : 13-2638166

Directors

Donald B. Marron
Paul B. Guenther
Joseph Grano
Robert Silver
Arthur A. Sharples

Officers

Paul B. Guenther	President
Peter A. Pezzulich	V.P.
Lee Fensterstock	V.P.
James C. Treadway	V.P.
Frank A. Lenti	V.P.
Robert M. Berson	V.P.
Arthur M. Scrutro	V.P.
Bruce J. Williams	V.P.
Dorothy F. Haughey	Secretary
Pierce R. Smith	Treasurer

All Officers and Directors are located at : 1000 Harbor Boulevard
Tax Department, 9th Floor
Weehawken, NJ 07087

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

13711

Corporate ID 0025632 Annual Report for the year 1992

FIRST: The name of the corporation is PainWebber Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Securities Broker/Dealer

FOURTH: If foreign corporation, address of its principal office 1000 Harbor Blvd.

Tax Dept. - 9th Floor, Weehawken, New Jersey, 07087

FIFTH: Business address in Rhode Island 14 Pelham St., Newport, Rhode Island, 02840;

1520 Hospital Trust Tower, Providence, Rhode Island, 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
.....	Director
.....	Director
.....	Director	<u>Schedule Attached</u>
.....	President
.....	Vice President
.....	Secretary
.....	Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class
<u>1,000</u>	<u>Common</u>

Series	Par Value or statement that shares are without par value
<u>PAID</u>	<u>\$ 1.00</u>

MAR 4 3 1992

EIGHTH: Number of Shares issued:

No. of Shares	Class
<u>1,000</u>	<u>Common</u>

Series	Par Value or statement that shares are without par value
<u>SECY OF STATE</u>	<u>\$ 1.00</u>

Dated 19

PainWebber Incorporated
(Name of Corporation)

By X. [Signature]

Title V.P.

(Report must be signed by an officer)

PaineWebber Incorporated

List Of Officers

State & Date of Incorporation : DE 6/30/69

Federal I. D. # : 13-2638166

Directors

Donald B. Marron
Paul B. Guenther
Joseph Grano
Robert Silver
Arthur A. Sharples

Officers

Paul B. Guenther	President
Peter A. Pezzulich	V.P.
Lee Fensterstock	V.P.
James C. Treadway	V.P.
Frank A. Lenti	V.P.
Robert M. Berson	V.P.
Arthur M. Scrutro	V.P.
Bruce J. Williams	V.P.
Dorothy F. Haughey	Secretary
Pierce R. Smith	Treasurer

All Officers and Directors are located at : 1000 Harbor Boulevard
Tax Department, 9th Floor
Weehawken, NJ 07087

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 25632 Annual Report for the year 1991

FIRST: The name of the corporation is PaineWebber Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Security Brokers & Dealers

FOURTH: If foreign corporation, address of its principal office c/o PW Tax Dept., 9th Fl.,
1000 Harbor Blvd., Weehawken, NJ 07087

FIFTH: Business address in Rhode Island c/o CT Corporation System
123 Dyer Street, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
Schedule Attached	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

PAID
MAR 02 1991
SECY OF STATE

SEVENTH: Number of Shares authorized:

No of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00 par value par share

EIGHTH: Number of Shares issued:

No of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00 par Value par share

Dated 2/28/ 19 91

PaineWebber Incorporated

(Name of Corporation)

By [Signature]
Title VP & Director of Tax Compliance

(Report must be signed by an officer)

PaineWebber Incorporated

Business address of the following:

1000 Harbor Blvd., Weehawken, NJ 07087

Directors:

Donald B. Marron
Hale e. Cullom
Paul B. Guenther
Richard S. Falk, Jr.
Joyce N. Fensterstock
David J. Gallitano
Ronald M. Schwartz
Joseph J. Grano, Jr.
terry L. Atkinson
Peter Christensen
Arthur M. Scccutro, Jr.
W. Kent Van Allen, Jr.
Migueal A. Ferrer
Pierce R. Smith
James G. Cooper
Diane Frimmel
Robert A. Hastings
Jerome A. Lichtstein
John S. Moody
Eric K. Scholl
Hercules A. segalas
Craig Smithson
Bruce J. Williams

Paul B. Guenther
Charles B. Milligan
Margo Alexander
John A. Bult
Robert Benmosche
Edward M. Kerschanner
J. Richard Sipes
Robvert W. Pangia
Stephen E. Canter
Lee Fensterstock
Robert H. Silver
Donald M. Walsh, Jr.
James C. Treadway, Jr.
Clarence G. Catallo
Gary P. Evans
Joel Asen
Robert M. Berson
Richard A. Bruno
Arthur A. Sharples
P. Michael Malcolmson
Ian D. Myers
James M. Voytko

Officers:

Chairman & CEO
President
Secretary
Treasurer
General Counsel & SVP
Exec. VP
Exec. VP
Exec. VP
Exec. VP
Exec. VP
Princ. Exec. Officer
Managing Director
Managing Director
Managing Director
Managing Director
Managing Director
Managing Director
Managing Director

Donald B. Marron
Paul B. Guenther
Dorothy F. Haughey
Pierce R. Smith
Robert M. Berson
Lee Fensterstock
Hale E. Cullom
Margo N. Alexander
J. Richard Sipes
Jerome A. Lichtstein
Craig Smithson
Richard S. Falk, Jr.
Charles B. Milligan
Joyce N. Fensterstock
Kent A. Logan
Joel Asen
James P. MacGilvray
Arthur A. Sharples

Date Term Expires: When successor has been elected and duly qualified

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

CZ

Corporation ID 25632 Annual Report for the year 1990

FIRST: The name of the corporation is PaineWebber Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is SecurityeBrokers & Dealers

FOURTH: If foreign corporation, address of its principal office 1285 Ave. of the Americas

New York, N.Y. 10019

FIFTH: Business address in Rhode Island C/O Statary Agent

1520 Hospital Trust Tower Providence R.I. 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Donald B. Marron	Director	555 Park Ave., New York, N.Y. 10021
Donald E. Nickelson	Director	286 Carter Rd., Princeton, NJ 08540
	Director	
Paul B. Guenther	President	150 Crest Rd., Ridgewood, NJ 08450
Peter A. Pezzulich	Vice President	1000 Harbor Blvd., Weehawken, NJ 07087
Dorothy F. Haughey	Secretary	2363 S. Grand Ave., Baldwin, NY 11510
Pierce Smith	Treasurer	18 East End Ave., New York, NY 10022

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
JAN 22 2 24 PM '90

PAID
JAN 26 1990
Series
SECY. OF STATE

Dated January 10, 19 90

PaineWebber Incorporated
(Name of Corporation)

By: [Signature]
Title: ASST. VICE PRESIDENT & DIRECTOR

(Report must be signed by an officer)

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS

that the undersigned does hereby irrevocably constitute and appoint Peter A. Pezzulich, Vice President-Finance and Frederick H. Miller, Assistant Vice President-Finance, both of PaineWebber Incorporated, her true and lawful agents and attorneys-in-fact of the undersigned, to execute and deliver for and on behalf of the undersigned any 1989 state tax returns for Paine Webber Group Inc. and Subsidiaries and to take all such other action on behalf of the undersigned in connection therewith, as said agents and attorneys-in-fact may deem advisable. The undersigned hereby ratifies and confirms all that said agents and attorneys- in-fact, or any substitute or substitutes, shall do or cause to be done by virtue hereof.

* Mitchell Hutchins Asset Management Inc. is a subsidiary of Paine Webber Group Inc.
(see Form 851)

WITNESS the due execution hereof at New York, New York
this 1st day of November, 1989.

PAINE WEBBER GROUP INC. AND SUBSIDIARIES

By: *Dorothy F. Haughey*
Dorothy F. Haughey
Assistant Secretary

PaineWebber Incorporated
1000 Harbor Boulevard
Weehawken, NJ 07087
201 902-4124

PaineWebber

January 10, 1990

State of Rhode Island
Corporation Div.
270 Westminister Mall
Providence, RI
02903

RE: PaineWebber Incorporated

Gentlemen:

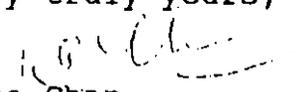
On behalf of the above captioned company, we are enclosing the following for the year ending 1989:

1990 Annual Report

In addition, we have enclosed a check in the amount of \$15.00 in payment of the indicated liabilities.

Should you have any questions regarding this filing please refer to our locator number as it appears at the bottom of this letter. Please sign and date the copy of this letter and return it to us in the enclosed self-addressed envelope.

Very truly yours,


Rose Chan
Admin. Coordinator to
Tax Director

Locator Number : 0024RI000ARP90089 or call (201) 902-4387

Received by _____ Date 1 / 26 / 90



Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 25632 Annual Report for the year 1989

FIRST: The name of the corporation is Paine Webber Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Security Brokers & Dealers

FOURTH: If foreign corporation, address of its principal office 1285 Ave. of the Americas
New York, N.Y. 10019

FIFTH: Business address in Rhode Island C/o Statutory Agent
1520 Hospital Trust Tower, Providence, R.I. 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Donald B. Marron	Director	555 Park Ave., New York, N.Y. 10021
Donald E. Nickelson	Director	286 Carter Rd., Princeton, NJ 08540
Paul B. Guenther	Director	353 Hillcrest Rd., Ridgewood, NJ 07459
	President	
Ronald P. Stoeppelwerth	Vice President	122 Gun Club Rd., Stamford, Ct. 06903
Domothy F. Haughey	Secretary	2363 S. Grand Ave., Baldwin, NY 11510
Charles T. Peterson	Treasurer	Scarborough Manor, Scarborough, NY 10510

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

PAID

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

MAR 21 1989

SECRETARY OF STATE

Dated 3/14/89 19

Paine Webber Incorporated
(Name of Corporation)

By [Signature]

Title VP

(Report must be signed by an officer)

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Donald B. Marron	Director	555 Park Ave., New York, N.Y. 10021
Donald E. Nickelson	Director	286 Carter Rd., Princeton, NJ 08540
Paul B. Guenther	Director	353 Hillcrest Rd., Ridgewood, NJ 07459
Donald E. Nickelson	President	286 Carter Rd., Princeton, NJ 08540
Ronald P. Stoepelwerth	Vice President	122 Gun Club Rd., Stamford, Ct. 06903
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PAID

MAR 22 1988
Series 2

SECY. OF STATE

Dated 2/19 19 88

Paine Webber Incorporated

(Name of Corporation)

By Roy Haughey

Title VP

(Report must be signed by an officer)

State of Rhode Island and Providence Plantations

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Donald B. Marron	Director	800 Park Ave., NY, NY 10028
Sam Scott Miller	Director	510 E. 86th St., N.Y., N.Y. 10027
Jack L. Rivkin	Director	25 Perry St., N.Y., NY 10014
Donald E. Nickelson	President	503 Dartmouth Pl., Flintridge, CA 91103
Gerald P. Linnane	Vice President	11-05 138th St., Malba, N.Y. 11356
Dorothy F. Haughey	Secretary	2363 S. Grand Ave., Baldwin, N.Y.
Charles T. Peterson	Treasurer	Scarborough Manor, Scarborough, N.Y.

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No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1,000

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value

PAID
MAR 20 1987
SECY. OF STATE

[Handwritten Signature]
MAR 03 1987

Dated Feb. 4 19 87

PaineWebber Incorporated
(Name of Corporation)

By *[Signature]*

Title V.P. Asst. Treasurer

(Report must be signed by an officer)

Filing Fee \$15.00

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	Director	
Schedule Attached	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
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50	Preferred		\$5.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

Dated February 21, 19 85

PaineWebber Incorporated
(Name of Corporation)

By [Signature]

Title Vice President and Asst. Treasurer

(Report must be signed by an officer)

PaineWebber Incorporated

Directors:

<u>name</u>	<u>Address</u>	<u>S.S. #</u>
David R. Ganis	225 W. Sheridan Place, Lake Bluff, Ill.	325-28-8476
Theodore M. Johnson	4125 52 N.W., Washington, D.C. 20006	522-38-1013
Michael Johnston	One Highland Drive, Summit, NJ 07901	500-40-0836
Richard Kaufman	46 Mill Brook Road, Stamford, CT 06902	016-28-8836
Frank L. Mansell	800 Park Avenue, New York, NY 10021	507-07-7594
Donald B. Marron	791 Park Avenue, New York, NY 10028	072-12-5975
Andrew J. McDonald	5 Stonehill Drive, Stoneham, MA 02180	281-28-3464
Sam S. Miller	510 E. 86th Street, New York, NY 10027	463-60-5439
Donald E. Nickelson	503 Dartmouth Place, Flintridge, CA 91103	510-28-9881
Robert D. Punch	4475 N. Ocean Blvd., Del Rey Beach, Fla.	469-12-7554
Jack L. Rivkin	25 Perry Street, New York, NY 10014	447-40-0754
Edward F. Saville	1500 Sheridan Road, Wilmette, Ill. 60091	275-20-0727
James H. Schmidt	345 Willow Road, Winnetka, Ill. 60093	280-26-3459
Richard F. Shelton	250 Sea Cliff Ave., San Francisco, CA	570-26-0818
Steven Sheppard	405 Sasco Hill Road, Southport, CT 06490	383-26-6529
Joe B. Thompson	5929 Club Oak Circle, Dallas, TX	261-56-4188

PaineWebber Incorporated

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William G. Ahl	V.P.	4509 82 St, Prairie Village, KS	177-22-0509
Walter M. Aikman	Senior V.P.	22 Fayerweather St, Cambridge, MA	054-28-3146
McIndoe Alexander	V.P.	8234 W. Wood Hills Curve, St. Louis Pk, MN	476-14-5690
Estill L. Alvey	V.P.	292 11th Street, Garden City, NY 11530	407-60-0406
Michael Ambrosini	V.P.	4 Kristoffersen Ct, Suffern, NY 10901	096-34-6193
Charles O. Ames	V.P.	8 Wawapek Rd, Gold Spring Harbor, NY	723-12-2226
J. Paul Arena	V.P.	7325 Northgate Way, Downers Grive, Ill.	156-30-9198
Samuel T. Arnold, Jr.	V.P.	8 Acres Drive, Pennington, NJ	038-12-0098
Fred S. Asbeck	V.P.	961 Bolenden Drive, Del Ray, Fla. 33444	285-28-1907
Richard E. Ascher	Senior V.P.	171 Twin Oaks Drive, Elmhurst, Ill.	304-36-2243
Donald J. Baier	V.P.	37 Pitcairn Drive, Roseland, NJ	157-28-3988
C. Jordan Ball, Jr.	V.P.	8918 Norwick Road, Richmond, VA	225-52-2481
Eugene Barrett	V.P.	1182 Autumn Creek Circle, Westerville, OH	147-38-4295
Joseph Basile	V.P.	7407 19th Avenue, Brooklyn, NY	073-38-4295
Dwight C. Baum	V.P.	1011 Oak Grove Ave., San Marino, CA	055-16-2764
Robert Benne	V.P.	8407 E Mustang Trail, Scottsdale, AZ	526-74-2729
H. Duane Billmeyer Jr.	V.P.	2910 Woodland Court, Royal Oak, MI	371-26-6964
John E. Blakley	V.P.	7805 SE 70 Street, Mercer Island, WA	279-24-6923
Norman G. Bloom	V.P.	914 Bellefonte St., Pittsburgh, PA	194-28-2608
Myron H. Bond	V.P.	4536 Belfort Avenue, Dallas, TX	443-38-5342
Warren R. Boos	V.P.	4800 Willow Lane, Orchard Lake, MI	383-30-0757
Richard P. Bowman	V.P.	820 Eucalyptus Rd, Hillsborough, CA	555-28-0253
Reinaldo D. Bozan	V.P.	805 Maple Ave, Ridgefield, NJ 07657	060-32-2871
Richard A. Bruno	Senior V.P.	234 Carrison Ave, Island Park, NY	088-36-2871
William Bunn	V.P.	4195 Santa Terresa Circle, Las Vegas, NV	364-42-9424
Edward J. Burke	V.P.	80 Altura Way, Greenbrae, CA	481-24-0844
John J. Burke, Jr.	V.P.	1719 Donna Drive, Westlake, OH	282-26-0534
Barry J. Buchsbaum	V.P.	48 Maple Avenue, New York, NY	063-36-0994
William D. Byrne, Jr.	V.P.	370 Spring Avenue, Ridgewood, NJ	054-32-8842
Clarence G. Caffrey	Senior V.P.	28 Hidden Glen Rd, Upper Saddle River, NJ	059-34-2224
John G. Capps, Jr.	V.P.	9235 Greenwood, Munster, IN	314-26-5237
Arthur D. Cashin, Jr.	V.P.	242 Harrison Ave., Jersey City, NJ	136-32-4353
Joseph A. Cerbone	V.P.	500 W. Middlefield Rd, Mountain View, CA	554-52-4709
Sheldon A. Chaiken	V.P.	RD #4, Mill Rd., Douglastown, PA 18901	209-26-8389
Carolyn J. Cole	V.P.	197 Amity Street, Brooklyn, NY 11201	049-34-6569
James G. Cooper	V.P.	8462 Druryla, Germantown, TN 38138	453-66-9271
Leonard M. Cooper	V.P.	Rt #1, Box 154 DD, Brentwood, CA	427-52-2371
Richard F. Corrington	V.P.	Box 33C, Rte. #1, Lexington, VA	331-28-7020
Hale E. Cullom, Jr.	Senior V.P.	5974 Woodway Place Court, Houston, TX	414-50-8573

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
Thomas M. Wendel	Executive V.P. & Chief Finan. Officer	Cherrybrook Drive RD, Princeton, NJ	535-30-5816
James F. Dalton	Senior V.P.	3330 N. Lake Shore Dr., Chicago, Ill.	319-32-3672
Joseph N. Daniel	V.P.	4922 Stratford Dr., Ft. Wayne, IN 46807	370-36-4137
Donald D. Dest	V.P.	Harbour Village, Branford, CT	047-14-3030
Raymond Dillon	V.P.	1942 Deerpark Dr., Fullerton, CA 92631	555-66-0133
George J. Dixon, Jr.	Asst Treas	22 Lynwood Road, Scarsdale, NY 10583	059-28-1612
H. Edward Driscoll	V.P.	2620 S. Holly St., Denver, CO 80222	122-32-8579
Edward T. Dunne	V.P.	9480 Ridge Blvd., Brooklyn, NY	050-36-6256
Grant L. Ellington	V.P.	2 N 444 Euclid Ave, Glen Ellyn, Ill.	349-26-0813
Timothy J. Ellington	V.P.	3050 M. Mitchell Dr., NW, Atlanta, GA	416-68-5660
Paul Elvidge	Senior V.P.	449 Wastena Terrace, Ridgewood, NJ	369-36-2144
John L. Engels	Senior V.P.	55 Otter Rock Drive, Greenwich, CT	387-34-8917
Frederick C. Emel	Senior V.P.	309 Greenway Road, Ridgewood, NJ	206-34-9109
Mary P. Evans	V.P.	1202 Castlegate Lane, Santa Ana, CA	555-48-8028
William A. Evans	V.P.	17016 Palacide Pl., San Diego, CA 92128	526-64-1581
Albert P. Everts, Jr.	V.P.	74 Webster Road, Weston, MA	001-14-9929
John M. Faccibene	V.P.	155 Lathrop Ave., Staten Island, NY	059-38-3090
Richard S. Falk	Senior V.P.	223 Newtown Tpke., Wilton, CT 06897	391-40-2550
Joseph D. Fashano	Asst Secty	699 Bucktail Ct., Bushkill, PA	140-30-9311
Paul Felis	V.P.	3309 Harrell Street, Wheaton, MD	087-34-8002
Joyce Fensterstock	V.P.	501 E. 87th St., NY, NY 10028	030-38-8890
Miguel A. Ferrer	V.P.	Condominio Las Carmelitas Ave., San Jorge- Esq., San Mateo, Santurce, PR	580-78-1086
Charles F. Field	V.P.	1870 Eagle Ridge Dr., #8 S. Ct., St. Paul, Minn.	476-34-0790
Isadore Friedman	V.P.	200 E. 72nd Street, New York, NY	110-34-8559
Michael H. Fusco	Senior V.P.	2532 Via Anita, Palos Verdes, CA	568-52-0793
David R. Ganis	Senior V.P.	225 W. Sheridan Pl., Lake Bluff, Ill.	325-28-8836
T. Jack Gary	V.P.	909 Country Club Dr., N. Palm Beach, Fla.	
Samuel A. Gay	Senior V.P.	54 Colony Road, Westport, CT	078-12-5920
Duane V. Geis	V.P.	522 Shadywood, Houston, TX	442-09-0890
Harry R. Gessner	V.P.	2415 N. 83 St., Wauwatosa, WI	398-05-3243
Robert Gillespie	V.P.	6319 Clear Ridge Dr., Dallas, TX 75248	233-66-1472
H. Neil Gilman, Jr.	V.P.	16 Crown Terrace, Morrisville, PA	473-07-5139
Charles A. Graham	V.P.	4567 Avenue DelMar, Carpinteria, CA	522-40-3761
J. Robert Green	V.P.	2539 Indian Trail, SE, Grand Rapids, MI	370-18-0902

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
Paul Guenther	Senior V.P.	353 Hillcrest Rd., Ridgewood, NJ	115-30-9669
Robert S. Guggenheim	V.P.	5328 Hallford Dr., Atlanta, GA 30338	550-66-2556
George R. Hahn	V.P.	8 Ohio Avenue, Metchen, NJ 08840	110-24-2905
Francis M. Hall	V.P.	468 Goodspeed Rd., Virginia Beach, VA	092-20-0701
George R. Hannaway	V.P.	4701 Court Ave., N.W., Washington, DC	127-24-4287
James J. Harrington	V.P.	7140 Old Mill Rd., Birmingham, MI 48010	380-18-8234
J. Barry Hart	V.P.	12130 Perthshire, Houston, TX 77024	455-54-1948
William P Hartman	V.P.	3110 Sheridan Rd., Chicago, Ill.	129-28-8786
Dorothy F Haughey	Secretary	2363 S. Grand Ave., Baldwin, NY	107-20-7293
George W Hester	V.P.	45 E. Madison Ave., Florham Pk., NJ	135-12-8823
William J Hibbard	V.P. & Asst. Secretary	16 Baldwin Street, Reading, MA	020-26-2925
William J Hobbs	V.P.	2126 Decker Ave., Merrick, NY	116-26-2928
Theodor Hochman	V.P.	146 LaGuardia Ave., Staten Island, NY	101-36-2453
Thomas P Holland	V.P.	Imperial House Apts., 11900 Edgewater Dr., Lakewood, Ohio	294-32-1151
Robert E. Holley	V.P.	300 E. 40 St., Manhattan, NY 10016	072-24-1522
Robert M Howe	V.P.	445 E. Deerpath, Lake Forest, Ill. 60045	358-22-7566
Philip Hubert	V.P.	1451 NE 102 St., Miami Shores, Fla.	261-64-7385
M. Thomas Hudson	V.P.	5312 E. Cove, Marietta, GA 30067	
William V. Hyland Jr.	V.P.	17 Linda Street, Foxboro, MA 02035	027-28-5275
Sheldon Isaacs	V.P.	305 Coleridge St., Plainridge, NY	122-32-0933
J. Julie Jason	Asst. Secty.	52 Cambridge Dr., Greenwich, CT 06830	
Edward Jehamy	V.P.	290 E Shore Dr., Massapequa, NY 11758	102-32-5599
Andrew J Jennings	V.P.	1326 Clinton Ave., Alameda, CA	136-28-4912
Richard A Jesser	V.P.	6 Vale Road, Reading, MA	034-28-2645
Theodore M. Johnson	Senior V.P.	4125 52 NW, Washington, DC 20006	522-38-1013
Howard F. Johnston	V.P.	630 Cherokee Blvd., Knoxville, TN 27919	413-64-9754
James B. Kaiser	V.P.	27 E. Oaks Road, North Oaks, MN	475-32-4413
Arthur F. Kalbhenn	V.P.	Galloway Farm, Richboro, PA	151-12-4822
Richard Kaufmann	Senior V.P.	46 Mill Brook Rd., Stamford, CT 06902	016-28-8836
Peter Kelligrew	V.P.	47 Ox Bow Lane, Summit, NJ 07901	083-34-5013
Howard W Kelting	V.P.	52 W. 9 Street., Manhattan, NY 10011	098-32-2045
James D Klein	V.P.	175 Bella Vista Dr., Hillsborough, CA	548-60-0774
Jep Knox	V.P.	1797 Colvin Avenue, St. Paul, MN	470-16-4730
John Koch	V.P.	15 6 Street, Dover, NJ	268-38-6507
Charles H. Kouyoumjian	V.P.	16 Greenridge Rd., Weston, MA 02193	025-30-5755
Steven C Kraus	V.P.	5 Peter Jay Lane, Rye, NY	207-12-1906
Robert A. Krysa	V.P.	17337 Tramonto Dr., Pacific Palasades, CA	476-09-3160
John S. Lampe	V.P.	240 Park Road, Franklin Lakes, NJ	102-22-4983
Jane R. Larkin	V.P.	2113 Ryder Street, Brooklyn, NY 11234	099-12-8436

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Dated Jan. 28 19 86 PaineWebber Incorporated
(Name of Corporation)

By [Signature]
Title Vice President & Asst. Treasurer

(Report must be signed by an officer)

MAR 25 1986
02/20/86
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Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William A LaVallee	V.P.	640 Ocampo Drive, Pacific Palisades, CA	074-26-5494
Dorothy R. Leas	Asst. Treas.	400 E. 77 St., New York, NY 10021	185-36-3054
Harvey L'Honniedieu	V.P.	936 Esplanade, Pelham Manor, NY	077-18-5613
Gerald P. Linnane	V.P. & Asst. Treas.	11-05 138th St, Malba, NY 11356	125-26-3551
Paul A. Lynch	Senior V.P.	4520 Avondale Rd., Golden Valley, MN	469-34-7305
James P. MacGilvray	Senior V.P.	27 Ocean Wall, W. Gilgo Beach, NY	062-36-3573
Charles M. Magrow	V.P.	6 Third Street, Brooklyn, NY	059-24-1558
Phillip E. Malone	V.P.	1659 Alta Oaks, Arcadia, CA 91006	487-52-9828
Robert J. Manta	V.P.	15 Vernon Ave., E. Norwich, NY	094-28-4724
Donald B. Marron	Chairman of The Board & Chairman of The Executive Committee	791 Park Avenue, NY, NY 10028	072-12-5975
Michael Merola	V.P.	3460 Richmond Ave, Staten Island, NY	
Charles W Miller	V.P.	31 Vincent St, Chatham, NJ	343-16-8219
Donald Massa	V.P.	5154 Deeridge Lane, Cincinnati, OH 45239	282-38-4604
Roger J. Mattis	V.P.	286 Woodfield Rd, Washington Twntship, NJ	085-36-0898
Donald R. Mayne	V.P.	1774 LaJolla Rancho Rd., LaJolla, CA	542-09-5554
Patrick McDonald	V.P.	572 Cliff Street, Ridgewood, NJ	386-36-0887
Francis X. McElroy	V.P.	40 Knollwood Rd., Rockville Centre, NY	060-30-5003
Sam McGowan	V.P.	2467 Matador, Rowland Heights, CA 91748	456-65-9877
Roger McKnight	V.P.	1240 Lakeshore Dr., Massapequa, NY 11758	
William McLaughlin	V.P.	P.O. Box 133, RD #2, Colts Neck, NJ 07722	531-20-0452
Patrick J. McMullen	V.P.	135 Revolutionary Rd., Scarborough, NY	320-44-8757
Paul R. Meese	V.P.	1908 Mt. Royal Blvd., Glenshaw, PA 15116	193-34-5959
Henry M. Merrill	V.P.	9935 N. Valley Hill Dr., Mequon, WI 53092	019-30-5177
Robert T P Metcalf	V.P.	West Beach Hill, Beverly Farms, MA	011-28-9853
Lewis Milkey	V.P.	11 Clifton Dr., Simsbury, CT	048-26-2710
Sam S. Miller	Senior V.P. & General Counsel	510 E 86th St., New York, NY 10027	463-60-5439
Wilfred E. Montminy	V.P.	20 Langer Lane, Wilton, CT	029-30-5937
Angus T. Morrison	V.P.	2470 Cedar Point Dr., Wayzata, MN	472-18-7358
Joseph R. Muglia	V.P.	2851 Caminito Merion, LaJolla, CA	126-28-1717
Michael K. Murdoch	V.P.	7423 Ridge Blvd., Brooklyn, NY 11209	353-36-8104
Thomas Nash	V.P.	118 W. Havilland Lane, Stamford, CT	171-34-9840
Donald E. Nickelson	President & Chief Exec. Officer	503 Dartmouth Place, Flintridge, CA 91103	510-28-9881

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William J O'Donoghue	V.P.	18205 Crystal Rd, Glen Oyse Estates, Morgan Hill, CA 95037	291-22-5651
Thomas O'Farrell	V.P.	590 Ft. Washington Ave., NY, NY	113-32-1647
Richard O'Brien	V.P.	2328 Sheppard Rd, Monkton, MD	218-32-6298
Bruce E. Paine	V.P.	Stever Creek Crossing, PO Box 751, Philmont, NY 12565	063-26-4990
William K Palmer III	V.P.	PO Box 3621, W. Sedona, AZ	318-26-3313
Kenneth A. Paterson	V.P.	500 E 85 St., New York, NY	108-44-1967
Charles T. Peterson	Sr. V.P. +	Scarborough Manor, Scarborough, NY	723-10-6875
Herald S. Piper	V.P. TREAS.	4507 Sugarhill Dr., Rolling Hills Estates, CA	555-34-3042
Robert. D. Punch	Senior V.P.	4475 N. Ocean Blvd, Del Rey Beach, Fla.	469-12-7554
Michael Quarto	V.P.	930 Montgomery Ave, Rosemont, PA 19010	072-28-9460
James B Raphaelian	Senior V.P.	143 Pittsfordsway, New Providence. NJ	151-36-6651
Pat Regan	V.P.	141-68 85 Rd, Jamaica, NY	074-30-9815
Donald W Rioux	V.P.	1834 Stoney Hill, Hudson, OH 44236	277-20-2402
Jack L. Rivkin	Senior V.P.	25 Perry Street, New York, NY 10014	447-40-0754
Richard A. Ross	V.P.	144 Mt. Vernon Street, Boston, Mass.	124-26-9214
Robert Rosso	V.P.	65 Andrew Road, Manhasset, NY	058-30-9686
Sheldon Rubin	V.P.	15 Pierce Drive, Paramus, NJ 07652	080-38-1622
William Russell	V.P.	9820 Memorial Dr., Houston, TX	263-26-8649
William F. Sadowski	Senior V.P.	29 Wilford Rd., Branford, CT	042-42-6796
Benjamin F. Sanford	V.P.	243 S Roxbury Drive, Beverly Hills, CA	557-24-6898
Martin Spar	V.P.	2051 Ellen Drive, Merrick, NY 11566	
Joergen H. K. Schade	V.P.	16915 NE 26 Place, Bellvue, WA	538-30-3008
James H. Schmidt	Exec. V.P.	345 Willow Rd, Winnetka, IL 60093	280-26-3459
Francis J. Schultz	V.P.	3828 Peach Tree Ct, New Orleans, LA	436-50-7322
Gary G. Scott	V.P.	PO Box 17008, Tucson, AZ 85731	570-68-4453
Francis P Sears, Jr	V.P.	25 Gardner Street, Hamilton, MA	361-01-5865
Timothy J. Sennatt	V.P.	24 Hendrie Ave., Riverside, CT 06878	556-68-4453
Donald W. Stacey	Senior V.P.	322 W. 57th St, NY, NY 10019	522-40-5116
Francis F R Shaughnessy	V.P.	43-27 159 Street, Flushing, NY	783-43-
W. Steven Sheppard	Senior V.P.	405 Sasco Hill Rd, Southport, CT 06490	383-26-6529
Richard F. Shelton	Senior V.P.	250 Sea Cliff Ave, San Francisco, CA	570-26-0818
Robert Shomaker	V.P.	525 Woodland Ave., Westfield, NJ	508-50-5894
Norman Stewart	Senior V.P.	16 Westview Drive, Huntington, NY 11743	
Paul F. Steiner	V.P.	1 Longfellow Pl., #1122, Boston, Mass.	474-46-3847
Robert M. Stewart	Senior V.P.	610 The Mounds, Monogahela, PA	188-18-8909
William C. Struyk	V.P.	75 W. End Avenue, New York, NY 10028	480-54-8464
Jean S Suits, Jr.	V.P.	8 Rippling Stream, Irvine, CA	054-28-5681
Joseph W. Sullivan, III	Exec. V.P.	717 Walden Rd, Winnetka, IL 60093	410-56-8924
Richard A Suppiger	V.P.	47-07 167 Street, Flushing, NY	084-30-2588
William J. Szilasi	V.P.	6 Ninth Street, Barnegat, NJ	141-32-0721

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S.#</u>
James W. Sykes	Senior V.P.	401 E. 74 St., New York, NY	133-34-985
D. Christopher Taylor	V.P.	158 Zaccheus Mead Lane, Greenwich, CT	203-26-078
Jeffrey A. Teichman	V.P.	1683 53 Street, Brooklyn, NY	104-38-198
Donald Terlip	V.P.	27 W 641 North Lane, Naperville, IL	515-32-840
Joe B. Thompson	Senior V.P.	5929 Club Oak Circle, Dallas, TX	261-56-418
Charles E. Timo	V.P.	14 Georgia Street No., Valley Stream, NY	069-34-191
Joseph M. Triolo	V.P.	22 Birch Drive, Basking Ridge, NJ	139-28-145
Leonard A. Turner	V.P.	2055 Center Avenue, Ft. Lee, NJ	264-60-300
Alfred C. Turrisi	Senior V.P.	441 Manchester Way, Wyckoff, NJ 07481	131-22-657
William P. Urig	Senior V.P.	78 Pickwick Rd., Manhasset, NY	116-26-388
Gary Utov	V.P.	3605 Hanover St, Dallas, TX 75225	408-74-050
Fred C. VanBebber	V.P.	7329 Pagent La., wichita, KS 67206	509-26-930
Henry A. Voss	V.P.	6 Ronald Rd, Barrington, RI 02806	037-26-504
George H. Wallin	V.P.	633 Elm Tree Lane, Boca Raton, Fla.	475-18-232
Cary L. Weissman	V.P.	47 Parker Ave., New City, NY 10956	102-34-113
Philip D. Wirtenberg	V.P.	2685 Rachel Street, Bellmore, NY	129-38-702
Arthur R. Young	V.P.	1 Turner Drive, Greenwich, CT	029-18-080
Leland H. Amaya	Vice Chairman	10 Deepwood Rd, Darien, CT 06820	566-03-7239
Alfred S Ceresa	V.P.	60 Fawn Lane, New Canaan, CT	131-30-5667
Richard P Del Bello	V.P.	4 Coulee Drive, Westport, CT 03033	559-54-1004
Stewart Elner	V.P.	4430 NE 24th Terrace, Lighthouse Pt, Fla	247-82-0720
Martha Famula	V.P.	65 R 96th Street, New York, NY 10028	112-34-2347
Robert Lamiroult	V.P.	18 Edgewood Dr, Hicksville, NY 11801	406-58-2510
Roger G Parker	V.P.	89 Powell Rd, Allendale, NJ 07401	
Senan Curtin	Asst Treas	2017 Royce Street, Brooklyn, NY 11234	

25,632

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1984

FIRST: The name of the corporation is PaineWebber Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Stock Broker & Dealer

FOURTH: If foreign corporation, address of its principal office
140 Broadway, New York, New York 10005

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 1520 Hospital Trust Tower, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
Schedule Attached	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00
50	Preferred		\$5.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

Dated: December 10,

1984

PaineWebber Incorporated

(Name of Corporation)

By

[Signature]

Title Vice President & Asst. Treasurer

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

DEC 11 1984

PAINÉ, WEBBER, JACKSON & CURTIS

INCORPORATED

Directors:

<u>Name</u>	<u>Address</u>	<u>S.S. #</u>
David R. Ganis	225 W. Sheridan Place, Lake Bluff, Ill.	325-28-8476
Theodore M. Johnson	4125 52 N.W., Washington, D.C. 20006	522-38-1013
Michael Johnston	One Highland Drive, Summit, NJ 07901	500-40-0836
Richard Kaufman	46 Mill Brook Road, Stamford, CT 06902	016-28-8836
Frank L. Mansell	800 Park Avenue, New York, NY 10021	507-07-7594
Donald B. Marron	791 Park Avenue, New York, NY 10028	072-12-5975
Andrew J. McDonald	5 Stonehill Drive, Stoneham, MA 02180	281-28-3464
Sam S. Miller	510 E. 86th Street, New York, NY 10027	463-60-5439
Donald E. Nickelson	503 Dartmouth Place, Flintridge, CA 91103	510-28-9881
Robert D. Punch	4475 N. Ocean Blvd., Del Rey Beach, Fla.	469-12-7554
Jack L. Rivkin	25 Perry Street, New York, NY 10014	447-40-0754
Edward F. Saville	1500 Sheridan Road, Wilmette, Ill. 60091	275-20-0727
James H. Schmidt	345 Willow Road, Winnetka, Ill. 60093	280-26-3459
Richard F. Shelton	250 Sea Cliff Ave., San Francisco, CA	570-26-0818
W. Steven Sheppard	405 Sasco Hill Road, Southport, CT 06490	383-26-6529
oe B. Thompson	5929 Club Oak Circle, Dallas, TX	261-56-4188

PAINÉ, WEBBER, JACKSON & CURTIS

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William G. Ahl	V.P.	4509 82 St, Prairie Village, KS	177-22-0509
Walter M. Aikman	Senior V.P.	22 Fayerweather St, Cambridge, MA	054-28-3146
McIndoe Alexander	V.P.	8234 W. Wood Hills Curve, St. Louis Pk, MN	476-14-5690
Estill L. Alvey	V.P.	292 11th Street, Garden City, NY 11530	407-60-0406
Michael Ambrosini	V.P.	4 Kristoffersen Ct, Suffern, NY 10901	096-34-6193
Charles O. Ames	V.P.	8 Wawapek Rd, Gold Spring Harbor, NY	723-12-2226
J. Paul Arena	V.P.	7325 Northgate Way, Downers Grive, Ill.	156-30-9198
Samuel T. Arnold, Jr.	V.P.	8 Acres Drive, Pennington, NJ	038-12-0098
Fred S. Asbeck	V.P.	961 Bolenden Drive, Del Ray, Fla. 33444	285-28-1907
Richard E. Ascher	Senior V.P.	171 Twin Oaks Drive, Elmhurst, Ill.	304-36-2243
Donald J. Baier	V.P.	37 Pitcairn Drive, Roseland, NJ	157-28-3988
C. Jordan Ball, Jr.	V.P.	8918 Norwick Road, Richmond, VA	225-52-2481
Eugene Barrett	V.P.	1182 Autumn Creek Circle, Westerville, OH	147-38-4295
Joseph Basile	V.P.	7407 19th Avenue, Brooklyn, NY	073-38-4295
Dwight C. Baum	V.P.	1011 Oak Grove Ave., San Marino, CA	055-16-2764
Robert Benne	V.P.	8407 E Mustang Trail, Scottsdale, AZ	526-74-2729
H. Duane Billmeyer Jr.	V.P.	2910 Woodland Court, Royal Oak, MI	371-26-6964
John E. Blakley	V.P.	7805 SE 70 Street, Mercer Island, WA	279-24-6923
Norman G. Bloom	V.P.	914 Bellefonte St., Pittsburgh, PA	194-28-2608
Myron H. Bond	V.P.	4536 Belfort Avenue, Dallas, TX	443-38-5342
Warren R. Boos	V.P.	4800 Willow Lane, Orchard Lake, MI	383-30-0757
Richard P. Bowman	V.P.	820 Eucalyptus Rd, Hillsborough, CA	555-28-0253
Reinaldo D. Bozan	V.P.	805 Maple Ave, Ridgefield, NJ 07657	060-32-2871
Richard A. Bruno	Senior V.P.	234 Carrison Ave, Island Park, NY	088-36-2871
William Bunn	V.P.	4195 Santa Terresa Circle, Las Vegas, NV	364-42-9424
Edward J. Burke	V.P.	80 Altura Way, Greenbrae, CA	481-24-0844
John J. Burke, Jr.	V.P.	1719 Donna Drive, Westlake, OH	282-26-0534
Barry J. Buchsbaum	V.P.	48 Maple Avenue, New York, NY	063-36-0994
William D. Byrne, Jr.	V.P.	370 Spring Avenue, Ridgewood, NJ	054-32-8842
Clarence G. Caffrey	Senior V.P.	28 Hidden Glen Rd, Upper Saddle River, NJ	059-34-2224
John G. Capps, Jr.	V.P.	9235 Greenwood, Munster, IN	314-26-5237
Arthur D. Cashin, Jr.	V.P.	242 Harrison Ave., Jersey City, NJ	136-32-4353
Joseph A. Cerbone	V.P.	500 W. Middlefield Rd, Mountain View, CA	554-52-4709
Sheldon A. Chaiken	V.P.	RD #4, Mill Rd., Douglastown, PA 18901	209-26-8389
Carolyn J. Cole	V.P.	197 Amity Street, Brooklyn, NY 11201	049-34-6569
James G. Cooper	V.P.	8462 Druryla, Germantown, TN 38138	453-66-9271
Leonard M. Cooper	V.P.	Rt #1, Box 154 DD, Brentwood, CA	427-52-2371
Richard F. Corrington	V.P.	Box 33C, Rte. #1, Lexington, VA	331-28-7020
Hale E. Cullom, Jr.	Senior V.P.	5974 Woodway Place Court, Houston, TX	414-50-8573

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
Thomas M. Wendel	Executive V.P. & Chief Finan. Officer	Cherrybrook Drive RD, Princeton, NJ	535-30-5816
James F. Dalton	Senior V.P.	3330 N. Lake Shore Dr., Chicago, Ill.	319-32-3672
Joseph N. Daniel	V.P.	4922 Stratford Dr., Ft. Wayne, IN 46807	370-36-4137
Donald D. Dest	V.P.	Harbour Village, Branford, CT	047-14-3030
Raymond Dillon	V.P.	1942 Deerpark Dr., Fullerton, CA 92631	555-66-0133
George J. Dixon, Jr.	Asst Treas	22 Lynwood Road, Scarsdale, NY 10583	059-28-1612
H. Edward Driscoll	V.P.	2620 S. Holly St., Denver, CO 80222	122-32-8579
Edward T. Dunne	V.P.	9480 Ridge Blvd., Brooklyn, NY	050-36-6256
Grant L. Ellington	V.P.	2 N 444 Euclid Ave, Glen Ellyn, Ill.	349-26-0813
Timothy J. Ellington	V.P.	3050 M. Mitchell Dr., NW, Atlanta, GA	416-68-5660
Paul Elvidge	Senior V.P.	449 Wastena Terrace, Ridgewood, NJ	369-36-2144
John L. Engels	Senior V.P.	55 Otter Rock Drive, Greenwich, CT	387-34-8917
Frederick C. Emel	Senior V.P.	309 Greenway Road, Ridgewood, NJ	206-34-9109
Mary P. Evans	V.P.	1202 Castlegate Lane, Santa Ana, CA	555-48-8028
William A. Evans	V.P.	17016 Palacide Pl., San Diego, CA 92128	526-64-1581
Albert P. Everts, Jr.	V.P.	74 Webster Road, Weston, MA	001-14-9929
John M. Faccibene	V.P.	155 Lathrop Ave., Staten Island, NY	059-38-3090
Richard S. Falk	Senior V.P.	223 Newtown Tpke., Wilton, CT 06897	391-40-2550
Joseph D. Fashano	Asst Secty	699 Bucktail Ct., Buxkill, PA	140-30-9311
Paul Felis	V.P.	3309 Harrell Street, Wheaton, MD	087-34-8002
Joyce Fensterstock	V.P.	501 E. 87th St., NY, NY 10028	030-38-8890
Miguel A. Ferrer	V.P.	Condominio Las Carmelitas Ave., San Jorge- Esq., San Mateo, Santurce, PR	580-78-1086
Charles F. Field	V.P.	1870 Eagle Ridge Dr., #8 S. Ct., St. Paul, Minn.	476-34-0790
Isadore Friedman	V.P.	200 E. 72nd Street, New York, NY	110-34-8559
Michael H. Fusco	Senior V.P.	2532 Via Anita, Palos Verdes, CA	568-52-0793
David R. Ganis	Senior V.P.	225 W. Sheridan Pl., Lake Bluff, Ill.	325-28-8836
T. Jack Gary	V.P.	909 Country Club Dr., N. Palm Beach, Fla.	
Samuel A. Gay	Senior V.P.	54 Colony Road, Westport, CT	078-12-5920
Duane V. Geis	V.P.	522 Shadywood, Houston, TX	442-09-0890
Harry R. Gessner	V.P.	2415 N. 83 St., Wauwatosa, WI	398-05-3243
Robert Gillespie	V.P.	6319 Clear Ridge Dr., Dallas, TX 75248	233-66-1472
H. Neil Gilman, Jr.	V.P.	16 Crown Terrace, Morrisville, PA	473-07-5139
Charles A. Graham	V.P.	4567 Avenue DelMar, Carpinteria, CA	522-40-3761
J. Robert Green	V.P.	2539 Indian Trail, SE, Grand Rapids, MI	370-18-0902

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
Paul Guenther	Senior V.P.	353 Hillcrest Rd., Ridgewood, NJ	115-30-9669
Robert S. Guggenheim	V.P.	5328 Hallford Dr., Atlanta, GA 30338	550-66-2556
George R. Hahn	V.P.	8 Ohio Avenue, Metchen, NJ 08840	110-24-2905
Francis M. Hall	V.P.	468 Goodspeed Rd., Virginia Beach, VA	092-20-0701
George R. Hannaway	V.P.	4701 Court Ave., N.W., Washington, DC	127-24-4287
James J. Harrington	V.P.	7140 Old Mill Rd., Birmingham, MI 48010	380-18-8234
J. Barry Hart	V.P.	12130 Perthshire, Houston, TX 77024	455-54-1948
William P Hartman	V.P.	3110 Sheridan Rd., Chicago, Ill.	129-28-8786
Dorothy F Haughey	Secretary	2363 S. Grand Ave., Baldwin, NY	107-20-7293
George W Hester	V.P.	45 E. Madison Ave., Florham Pk., NJ	135-12-8823
William J Hibbard	V.P. & Asst. Secretary	16 Baldwin Street, Reading, MA	020-26-2925
William J Hobbs	V.P.	2126 Decker Ave., Merrick, NY	116-26-2928
Theodor Hochman	V.P.	146 LaGuardia Ave., Staten Island, NY	101-36-2453
Thomas P Holland	V.P.	Imperial House Apts., 11900 Edgewater Dr., Lakewood, Ohio	294-32-1151
Robert E. Holley	V.P.	300 E. 40 St., Manhattan, NY 10016	072-24-1522
Robert M Howe	V.P.	445 E. Deerpath, Lake Forest, Ill. 60045	358-22-7566
Philip Hubert	V.P.	1451 NE 102 St., Miami Shores, Fla.	261-64-7385
M. Thomas Hudson	V.P.	5312 E. Cove, Marietta, GA 30067	
William V. Hyland Jr.	V.P.	17 Linda Street, Foxboro, MA 02035	027-28-5275
Sheldon Isaacs	V.P.	305 Coleridge St., Plainridge, NY	122-32-0933
J. Julie Jason	Asst. Secty.	52 Cambridge Dr., Greenwich, CT 06830	
Edward Jehamy	V.P.	290 E Shore Dr., Massapequa, NY 11758	102-32-5599
Andrew J Jennings	V.P.	1326 Clinton Ave., Alameda, CA	136-28-4912
Richard A Jesser	V.P.	6 Vale Road, Reading, MA	034-28-2645
Theodore M. Johnson	Senior V.P.	4125 52 NW, Washington, DC 20006	522-38-1013
Howard F. Johnston	V.P.	630 Cherokee Blvd., Knoxville, TN 27919	413-64-9754
James B. Kaiser	V.P.	27 E. Oaks Road, North Oaks, MN	475-32-4413
Arthur F. Kalbhenn	V.P.	Galloway Farm, Richboro, PA	151-12-4822
Richard Kaufmann	Senior V.P.	46 Mill Brook Rd., Stamford, CT 06902	016-28-8836
Peter Kelligrew	V.P.	47 Ox Bow Lane, Summit, NJ 07901	083-34-5013
Howard W Kelting	V.P.	52 W. 9 Street., Manhattan, NY 10011	098-32-2045
James D Klein	V.P.	175 Bella Vista Dr., Hillsborough, CA	548-60-0774
Jep Knox	V.P.	1797 Colvin Avenue, St. Paul, MN	470-16-4730
John Koch	V.P.	15 6 Street, Dover, NJ	268-38-6507
Charles H. Kouyoumjian	V.P.	16 Greenridge Rd., Weston, MA 02193	025-30-5755
Steven C Kraus	V.P.	5 Peter Jay Lane, Rye, NY	207-12-1906
Robert A. Krysa	V.P.	17337 Tramonto Dr., Pacific Palasades, CA	476-09-3160
John S. Lampe	V.P.	240 Park Road, Franklin Lakes, NJ	102-22-4983
Jane R. Larkin	V.P.	2113 Ryder Street, Brooklyn, NY 11234	099-12-8436

INCORPORATEDOfficers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William A LaVallee	V.P.	640 Ocampo Drive, Pacific Palisades, CA	074-26-5494
Dorothy R. Leas	Asst. Treas.	400 E. 77 St., New York, NY 10021	185-36-3054
Harvey L'Hommedieu	V.P.	936 Esplanade, Pelham Manor, NY	077-18-5613
Gerald P. Linnane	V.P. & Asst. Treas.	11-05 138th St, Malba, NY 11356	125-26-3551
Paul A. Lynch	Senior V.P.	4520 Avondale Rd., Golden Valley, MN	469-34-7305
James P. MacGilvray	Senior V.P.	27 Ocean Wall, W. Gilgo Beach, NY	062-36-3573
Charles M. Magrow	V.P.	6 Third Street, Brooklyn, NY	059-24-1558
Phillip E. Malone	V.P.	1659 Alta Oaks, Arcadia, CA 91006	487-52-9828
Robert J. Manta	V.P.	15 Vernon Ave., E. Norwich, NY	094-28-4724
Donald B. Marron	Chairman of The Board & Chairman of The Executive Committee	791 Park Avenue, NY, NY 10028	072-12-5975
Michael Merola	V.P.	3460 Richmond Ave, Staten Island, NY	
Charles W Miller	V.P.	31 Vincent St, Chatham, NJ	343-16-8219
Donald Massa	V.P.	5154 Deeridge Lane, Cincinnati, OH 45239	282-38-4604
Roger J. Mattis	V.P.	286 Woodfield Rd, Washington Twship, NJ	085-36-0898
Donald R. Mayne	V.P.	1774 LaJolla Rancho Rd., LaJolla, CA	542-09-5554
Patrick McDonald	V.P.	572 Cliff Street, Ridgewood, NJ	386-36-0887
Francis X. McElroy	V.P.	40 Knollwood Rd., Rockville Centre, NY	060-30-5003
Sam McGowan	V.P.	2467 Matador, Rowland Heights, CA 91748	456-65-9877
Roger McKnight	V.P.	1240 Lakeshore Dr., Massapequa, NY 11758	
William McLaughlin	V.P.	P.O. Box 133, RD #2, Colts Neck, NJ 07722	531-20-0452
Patrick J. McMullen	V.P.	135 Revolutionary Rd., Scarborough, NY	320-44-8757
Paul R. Meese	V.P.	1908 Mt. Royal Blvd., Glenshaw, PA 15116	193-34-5959
Henry M. Merrill	V.P.	9935 N. Valley Hill Dr., Mequon, WI 53092	019-30-5177
Robert T P Metcalf	V.P.	West Beach Hill, Beverly Farms, MA	011-28-9853
Lewis Milkey	V.P.	11 Clifton Dr., Simsbury, CT	048-26-2710
Sam S. Miller	Senior V.P. & General Council	510 E 86th St., New York, NY 10027	463-60-5439
Wilfred E. Montminy	V.P.	20 Langer Lane, Wilton, CT	029-30-5937
Angus T. Morrison	V.P.	2470 Cedar Point Dr., Wayzata, MN	472-18-7358
Joseph R. Muglia	V.P.	2851 Caminito Merion, LaJolla, CA	126-28-1717
Michael K. Murdoch	V.P.	7423 Ridge Blvd., Brooklyn, NY 11209	353-36-8104
Thomas Nash	V.P.	118 W. Havilland Lane, Stamford, CT	171-34-9840
Donald E. Nickelson	President & Chief Exec. Officer	503 Dartmouth Place, Flintridge, CA 91103	510-28-9881

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William J O'Donoghue	V.P.	18205 Crystal Rd, Glen Oyse Estates, Morgan Hill, CA 95037	291-22-5651
Thomas O'Farrell	V.P.	590 Ft. Washington Ave., NY, NY	113-32-1647
Richard O'Brien	V.P.	2328 Sheppard Rd, Monkton, MD	218-32-6298
Bruce E. Paine	V.P.	Steuer Creek Crossing, PO Box 751, Philmont, NY 12565	063-26-4990
William K Palmer III	V.P.	PO Box 3621, W. Sedona, AZ	318-26-3313
Kenneth A. Paterson	V.P.	500 E 85 St., New York, NY	108-44-1967
Charles T. Peterson	Sr. V.P. +	Scarborough Manor, Scarborough, NY	723-10-6875
Herald S. Piper	V.P. ^{TREAS.}	4507 Sugarhill Dr., Rolling Hills Estates, CA	555-34-3042
Robert. D. Punch	Senior V.P.	4475 N. Ocean Blvd, Del Rey Beach, Fla.	469-12-7554
Michael Quarto	V.P.	930 Montgomery Ave, Rosemont, PA 19010	072-28-9460
James B Raphalian	Senior V.P.	143 Pittsfordsway, New Providence. NJ	151-36-6651
Pat Regan	V.P.	141-68 85 Rd, Jamaica, NY	074-30-9815
Donald W Rioux	V.P.	1834 Stoney Hill, Hudson, OH 44236	277-20-2402
Jack L. Rivkin	Senior V.P.	25 Perry Street, New York, NY 10014	447-40-0754
Richard A. Ross	V.P.	144 Mt. Vernon Street, Boston, Mass.	124-26-9214
Robert Rosso	V.P.	65 Andrew Road, Manhasset, NY	058-30-9686
Sheldon Rubin	V.P.	15 Pierce Drive, Paramus, NJ 07652	080-38-1622
William Russell	V.P.	9820 Memorial Dr., Houston, TX	263-26-8649
William F. Sadowski	Senior V.P.	29 Wilford Rd., Branford, CT	042-42-6796
Banjamin F. Sanford	V.P.	243 S Roxbury Drive, Beverly Hills, CA	557-24-6898
Martin Spar	V.P.	2051 Ellen Drive, Merrick, NY 11566	
Joergen H. K. Schade	V.P.	16915 NE 26 Place, Bellvue, WA	538-30-3008
James H. Schmidt	Exec. V.P.	345 Willow Rd, Winnetka, IL 60093	280-26-3459
Francis J. Schultz	V.P.	3828 Peach Tree Ct, New Orleans, LA	436-50-7322
Gary G. Scott	V.P.	PO Box 17008, Tucson, AZ 85731	570-68-4453
Francis P Sears, Jr	V.P.	25 Gardner Street, Hamilton, MA	361-01-5865
Timothy J. Sennatt	V.P.	24 Hendrie Ave., Riverside, CT 06878	556-68-4453
Donald W. Stacey	Senior V.P.	322 W. 57th St, NY, NY 10019	522-40-5116
Francis F R Shaughnessy	V.P.	43-27 159 Street, Flushing, NY	783-43-
W. Steven Sheppard	Senior V.P.	405 Sasco Hill Rd, Southport, CT 06490	383-26-6529
Richard F. Shelton	Senior V.P.	250 Sea Cliff Ave, San Francisco, CA	570-26-0818
Robert Shomaker	V.P.	525 Woodland Ave., Westfield, NJ	508-50-5894
Norman Stewart	Senior V.P.	16 Westview Drive, Huntington, NY 11743	
Paul F. Steiner	V.P.	1 Longfellow Pl., #1122, Boston, Mass.	474-46-3847
Robert M. Stewart	Senior V.P.	610 The Mounds, Monogahela, PA	188-18-8909
William C. Struyk	V.P.	75 W. End Avenue, New York, NY 10028	480-54-8464
Jean S Suits, Jr.	V.P.	8 Rippling Stream, Irvine, CA	054-28-5681
Joseph W. Sullivan, III	Exec. V.P.	717 Walden Rd, Winnetka, IL 60093	410-56-8924
Richard A Suppiger	V.P.	47-07 167 Street, Flushing, NY	084-30-2588
William J. Szilasi	V.P.	6 Ninth Street, Barnegat, NJ	141-32-0721

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S.#</u>
James W. Sykes	Senior V.P.	401 E. 74 St., New York, NY	133-34-9851
D. Christopher Taylor	V.P.	158 Zaccheus Mead Lane, Greenwich, CT	203-26-0784
Jeffrey A. Teichman	V.P.	1683 53 Street, Brooklyn, NY	104-38-1988
Donald Terlip	V.P.	27 W 641 North Lane, Naperville, IL	515-32-8404
Joe B. Thompson	Senior V.P.	5929 Club Oak Circle, Dallas, TX	261-56-4188
Charles E. Timo	V.P.	14 Georgia Street No., Valley Stream, NY	069-34-1913
Joseph M. Triolo	V.P.	22 Birch Drive, Basking Ridge, NJ	139-28-1458
Leonard A. Turner	V.P.	2055 Center Avenue, Ft. Lee, NJ	264-60-3004
Alfred C. Turrisi	Senior V.P.	441 Manchester Way, Wyckoff, NJ 07481	131-22-6577
William P. Urig	Senior V.P.	78 Pickwick Rd., Manhasset, NY	116-26-3889
Gary Utov	V.P.	3605 Hanover St, Dallas, TX 75225	408-74-0502
Fred C. VanBebber	V.P.	7329 Pagent La., wichita, KS 67206	509-26-9303
Henry A. Voss	V.P.	6 Ronald Rd, Barrington, RI 02806	037-26-5044
George H. Wallin	V.P.	633 Elm Tree Lane, Boca Raton, Fla.	475-18-2323
Cary L. Weissman	V.P.	47 Parker Ave., New City, NY 10956	102-34-1138
Philip D. Wirtenberg	V.P.	2685 Rachel Street, Bellmore, NY	129-38-7021
Arthur R. Young	V.P.	1 Turner Drive, Greenwich, CT	029-18-0806
Leland H. Amaya	Vice Chairman	10 Deepwood Rd, Darien, CT 06820	566-03-7239
Alfred S Ceresa	V.P.	60 Fawn Lane, New Canaan, CT	131-30-5667
Richard P Del Bello	V.P.	4 Coulee Drive, Westport, CT 03033	559-54-1004
Stewart Elner	V.P.	4430 NE 24th Terrace, Lighthouse Pt, Fla	247-82-0720
Martha Famula	V.P.	65 R 96th Street, New York, NY 10028	112-34-2347
Robert Lamiroult	V.P.	18 Edgewood Dr, Hicksville, NY 11801	406-58-2510
Roger G Parker	V.P.	89 Powell Rd, Allendale, NJ 07401	
Senan Curtin	Asst Treas	2017 Royce Street, Brooklyn, NY 11234	

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1983

FIRST: The name of the corporation is Paine Webber Jackson & Curtis Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Stock Broker & Dealer

FOURTH: If foreign corporation, address of its principal office

120 Broadway - Tax Department, NY, NY 10271

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 1520 Hospital Trust Tower, Providence, R.I. 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
Schedule Attached	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00
50	Preferred		\$5.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

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Dated: January 19 19 83

Paine Webber Jackson & Curtis Inc.

(Name of Corporation)

By [Signature]
Title VP & Asst. Treasurer

FEB 2 1983

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

PAINE, WEBBER, JACKSON & CURTIS INCORPORATED
DIRECTORS & CORPORATE OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Leland H. Amaya	Vice Chairman	140 Broadway New York, NY	10 Deepwood Road Darien, CT
Donald E. Brown	Senior Vice President & Director	25 Broad Street New York, NY	33 Drake Road Summerset, NJ
*Duglad A. Fletcher	Executive Vice President & Director	25 Broad Street New York, NY	Shelter Lane Locust Valley, NY
David R. Ganis	Senior Vice President & Director	208 S. LaSalle Street Chicago, IL	225 W. Sheridan Pl. Lake Bluff, IL
Theodore M. Johnson	Executive Vice President & Director	1 Lafayette Center Washington, D.C.	4125 52 St., N.W. Washington, D.C.
*Michael J. Johnston	Director	140 Broadway New York, NY	35 Colt Road Summit, NJ
Richard Kaufman	Senior Vice President & Director	1221 Ave of Amer- icas, New York, NY	46 Mill Brook Road Stamford, CT
*Frank L. Mansell	Director	1221 Ave of Amer- icas, New York, NY	800 Park Avenue New York, NY
*Donald B. Marron	Chairman of Board, Chairman of Executive Committee & Director	140 Broadway New York, NY	791 Park Avenue New York, NY
Andrew J. McDonald	Senior Vice President & Director	100 Federal Street Boston, MA	5 Stonehill Drive Stoneham, MA
Sam S. Miller	Senior Vice President & Director	140 Broadway New York, NY	510 East 86 Street New York, NY
*Donald E. Nickelson	Chief Executive Officer, President & Director	140 Broadway New York, NY	503 Bartowula Place Flintridge, GA

*MEMBER OF THE EXECUTIVE COMMITTEE

PAINÉ, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Robert D. Punch	Senior Vice President & Director	251 Royal Palm Way Palm Beach, FL	4475 N. Ocean Blvd. DelRey Beach, FL
*Jack L. Rivkin	Senior Vice President & Director	140 Broadway New York, NY	25 Perry Street New York, NY
Edward F. Saville	Executive Vice President & Director	55 W. Monroe Chicago, IL	1500 Sheridan Road Wilmette, IL
*James H. Schmidt	Vice Chairman of Board & Director	140 Broadway New York, NY	345 Willow Road Winnetka, IL
Richard F. Shelton	Senior Vice President & Director	555 California St. San Francisco, CA	250 Sea Cliff Ave. San Francisco, CA
W. Steven Sheppard	Senior Vice President & Director	1221 Ave of Amer- icas, New York, NY	405 Sasco Hill Road Southport, CT
Joe B. Thompson	Senior Vice President & Director	1600 Broadway Denver, CO	2701 E. Alexander Littleton, CO

*MEMBER OF THE EXECUTIVE COMMITTEE

PAINÉ, WEBBER, JACKSON & CURTIS INC.

<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
William G. Ahl	Vice President	1100 Main Street Kansas City, MO	4509 W. 82 Street Prairie Village, KS
Walter M. Alkman	Senior Vice President	100 Federal Street Boston, MA	22 Fayerweather St. Cambridge, MA
McIndoe Alexander	Vice President	N.100 First Nat'l Bank Bldg., St. Paul MN	8234 W. Wood Hills Curve, Minneapolis, MN
Estill L. Alvey	Vice President	120 Broadway New York, NY	292 11th Street Garden City, NY
Michael Ambrosini	Vice President	25 Broad Street New York, NY	4 Kristoffersen Court Suffern, NY
Charles O. Ames	Vice President	200 Park Avenue New York, NY	8 Wawapek Road Cold Spring Harbor, NY
J. Paul Arena	Vice President	55 W. Monroe Chicago, IL	7325 Northgate Way Downers Grove, IL
Samuel T. Arnold, Jr.	Vice President	33 Witherspoon St. Princeton, NJ	8 East Acres Drive Lenington, NJ
Richard E. Ascher	Senior Vice President	55 W. Monroe Chicago, IL	171 Twin Oaks Drive Oakbrook, IL
Donald J. Baier	Vice President	1221 Ave of Amer- icas, New York, NY	37 Pitcalrn Drive Roseland, NJ
C. Jordan Ball, Jr.	Vice President	1 Lafayette Center Washington, D.C.	5000 Bell Rive Terrace Alexandria, VA
Eugene Barrett	Vice President	155 East Broad Columbus, OH	1182 Autumn Creek Circle, Westerville, OH
Joseph Basile	Vice President	1221 Ave of Amer- icas, New York, NY	7407 19 Avenue Brooklyn, NY

PAINÉ, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Dwight C. Baum	Vice President	700 S. Flower St. Los Angeles, CA	1011 Oak Grove Avenue San Marino, CA
Robert Benne	Vice President	6750 E. Camelback Rd. Scottsdale, AZ	8407 E. Mustang Trail Scottsdale, AZ
Howard G. Berg	Senior Vice President	140 Broadway New York, NY	16 High View Terrace New Canaan, CT
H. Duane Billmeyer, Jr.	Vice President	2401 W. Big Beaver Rd. Troy, MI	2910 Woodland Court Royal Oak, MI
John Bingle	Senior Vice President	120 Broadway New York, NY	251 Coventry Lane Fairfield, CT
Norman G. Bloom	Vice President	3 Gateway Center Pittsburg, PA	914 Bellefonte Street Pittsburgh, PA
Myron H. Bond	Vice President	1200 Republic Nat'l Bank Tower, Dallas, TX	4536 Belfort Dallas, TX
Warren R. Boos	Vice President	2401 W. Big Beaver Rd. Troy, MI	4800 Willow Lane Orchard Lake, MI
Richard P. Bowman	Vice President	555 California St. San Francisco, CA	820 Eucalyptus Road Hillsborough, CA
Reinaldo D. Bozan	Vice President	25 Broad Street New York, NY	805 Maple Avenue Ridgefield, NJ
Richard A. Bruno	Senior Vice President	140 Broadway New York, NY	234 Harrison Avenue Island Park, NY
Edward W. Buckley	Vice President	25 Broad Street New York, NY	107 Brook Street Garden City, NY
Edward J. Burke	Vice President	555 California St. San Francisco, CA	80 Altura Way Greenbrae, CA

PAINÉ, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
John J. Burke, Jr.	Vice President	1021 Euclid Avenue Cleveland, OH	1719 Donna Drive Westlake, OH
Barry J. Buchsbaum	Vice President	140 Broadway New York, NY	1 Rawlings Drive Melville, NY
William D. Byrne, Jr.	Vice President	1221 Ave of Amer- icas, New York, NY	370 Spring Avenue Ridgewood, NJ
Clarence G. Caffrey	Senior Vice President	1221 Ave of Amer- icas, New York, NY	28 Hidden Glen Rd. Upper Saddle River, NJ
John G. Capps, Jr.	Vice President	208 S. LaSalle St. Chicago, IL	9235 Greenwood Munster, IN
Arthur D. Cashin, Jr.	Vice President	140 Broadway New York, NY	242 Harrison Avenue Jersey City, NJ
Joseph A. Cerbone	Vice President	2029 Century Park E. Century City, CA	14006 Palawan Way Marina DelRey, CA
Alfred S. Ceresa	Vice President	1221 Ave of Amer- icas, New York, NY	60 Fawn Lane New Canaan, CT
Sheldon A. Chaiken	Vice President	140 Broadway New York, NY	RD #4, Mill Road Douglastown, PA
Gilbert Clark, Jr.	Vice President	1221 Ave of Amer- icas, New York, NY	82 Essex Road Summit, NJ
Carolyn J. Cole	Vice President	140 Broadway New York, NY	197 Amity Street Brooklyn, NY
James G. Cooper	Vice President	5100 Poplar Avenue Memphis, TN	8462 Drury Lane Germantown, TN
Leonard H. Cooper	Vice President	555 California St. San Francisco, CA	RT #1, Box 154 DD Brentwood, CA
Richard F. Corrington	Vice President	600 Colonial Plaza Roanoke, VA	Box 33C, Route 1 Lexington, VA

PAINE, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Hale E. Cullom, Jr.	Executive Vice President	1200 Milam Houston, TX	1903 Briar Park Houston, TX
Sean Curtin	Assistant Treasurer	25 Broad Street New York, NY	2017 Royce Street Brooklyn, NY
Joseph N. Daniel	Vice President	803 S. Calhoun Street Ft. Wayne, IN	4922 Stratford Road Ft. Wayne, IN
Richard P. DeBello	Vice President	140 Broadway New York, NY	4 Coulee Drive Westport, CT
Donald D. Dest	Vice President	195 Church Street New Haven, CT	79 Grove Way Clinton, CT
Raymond Dillon	Vice President	620 Newport Center Dr. Newport Beach, CA	1942 Deerpark Drive Fullerton, CA
George J. Dixon, Jr.	Assistant Treasurer	120 Broadway New York, NY	22 Lynwood Road Scarsdale, NY
H. Edward Driscoll	Vice President	717 17 Street Denver, CO	2620 S.Holly Street Denver, CO
Edward T. Dunne	Vice President	1221 Ave of Amer- icas, New York, NY	Two Windsor Drive W. Long Beach, NJ
John E. Eckelberry	Vice President	120 Broadway New York, NY	1936 Midlane Syosset, NY
Grant L. Ellington	Vice President	55 W. Monroe Chicago, IL	2N44 Euclid Avenue Glen Ellyn, IL
Timothy J. Ellington	Vice President	3340 Peachtree Rd.NE Atlanta, GA	3050 M.Mitchell Dr.NW Atlanta, GA
Stewart Elner	Vice President	2300 E.Sunrise Blvd. Ft. Lauderdale, FL	4430 NE 24 Terrace Lighthouse Pt., FL
Paul Elvidge	Senior Vice President	25 Broad Street New York, NY	449 Wastena Terrace Ridgewood, NJ

Frederick C. Ermei	Senior Vice President	1221 Ave of Americas, New York, NY	202 Crest Road Ridgewood, NJ
Gary P. Evans	Vice President	1 City Blvd. West Orange, CA	1202 Castlegate Lane Santa Ana, CA
William A. Evans	Vice President	387 N. Escondido Blvd. Escondido, CA	17016 Palacido Place San Diego, CA
Albert P. Everts, Jr.	Vice President	100 Federal Street Boston, MA	74 Webster Road Weston, MA
John M. Faccibene	Vice President	25 Broad Street New York, NY	155 Lathrop Avenue Staten Island, NY
Richard S. Falk	Senior Vice President	140 Broadway New York, NY	223 Newtown Turnpike Wilton, CT
Martha Famula	Vice President	140 Broadway New York, NY	65 East 96 Street Manhattan, NY
Joseph D. Fashano	Assistant Secretary	1221 Ave of Americas, New York, NY	RD #1, Box 88 Bushkill, PA
Paul Felts	Vice President	1 Lafayette Center Washington, D.C.	3309 Harrell Street Wheaton, MD
Joyce Fensterstock	Vice President	1221 Ave of Americas, New York, NY	501 East 87 Street New York, NY
Miguel A. Ferrer	Vice President	Chase Manhattan Bank Bldg., Hato Rey, San Juan, PR	Dominio Las Carmelitas Ave., San Jorge-Esq. San Mateo, Santurce, PR
Charles F. Field	Vice President	North 100 First Nat'l Bank Bldg., St. Paul, MN	1870 Eagle Ridge Dr. #8 S. Court, St. Paul, MN
Patricia A. Flynn	Vice President	140 Broadway New York, NY	15 W. 72 Street New York, NY

PAINE, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Isadore Friedman	Vice President	1221 Ave of Americas, New York, NY	200 East 72 Street New York, NY
Michael H. Fusco	Executive Vice President	700 S. Flower Street Los Angeles, CA	4332 Shepards Lane LaCanada, CA
T. Jack Gary	Vice President	251 Royal Palm Way Palm Beach, FL	909 Country Club Dr. Mo. Palm Beach, FL
Samuel A. Gay	Senior Vice President	120 Broadway New York, NY	54 Colony Road Westport, CT
Duane V. Geis	Vice President	1200 Milam Houston, TX	522 Shadywood Houston, TX
Robert M. Gibb	Vice President	1221 Ave of Americas, New York, NY	1082 Park Avenue New York, NY
Robert Gillespie	Vice President	12011 Elm Street Dallas, TX	6319 Clear Ridge Dr. Dallas, TX
H. Neil Gilman, Jr.	Vice President	4 Penn Center Plaza Philadelphia, PA	16 Crown Terrace Morrissville, PA
Charles A. Graham	Vice President	1100 State Street Santa Barbara, CA	4567 Avenue DelMar Carpinteria, CA
J. Robert Green	Vice President	171 Monroe Avenue, NW Grand Rapids, MI	2539 Indian Trail, SE Grand Rapids, MI
Paul Guenther	Senior Vice President	140 Broadway New York, NY	353 Hillcrest Road Ridgewood, NJ
Robert S. Guggenheim	Vice President	3340 Peachtree Rd. NW Atlanta, GA	5328 Hallford Drive Atlanta, GA
George R. Hahn	Vice President	25 Broad Street New York, NY	8 Ohio Avenue Metuchen, NJ

PAINE, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Francis M. Hall	Vice President	1 Commercial Place Norfolk, VA	468 Goodspeed Road Virginia Beach, VA
George R. Hannaway	Vice President	8767 George Avenue Silver Spring, MD	4701 Connecticut Ave. N.W., Washington, DC
James J. Harrington	Vice President	219 Fisher Building Detroit, MI	7140 Old Mill Road Birmingham, MI
J. Barry Hart	Vice President	No. 1 Greenway Plaza Houston, TX	12130 Perthshire Houston, TX
William P. Hartman	Vice President	208 S. LaSalle St. Chicago, IL	2626 N. Lakeview Chicago, IL
Dorothy F. Haughey	Secretary	140 Broadway New York, NY	2363 S. Grand Avenue Baldwin, NY
George W. Hester	Vice President	1221 Ave of Amer- icas, New York, NY	45 E. Madison Avenue Florham Park, NJ
William J. Hibbard	Vice President	100 Federal Street Boston, MA	16 Baldwin Street Reading, MA
William J. Hobbs	Vice President	1221 Ave of Amer- icas, New York, NY	2126 Decker Avenue No. Merrick, NY
Theodor Hochman	Vice President	25 Broad Street New York, NY	146 Laguardia Avenue Staten Island, NY
Thomas P. Holland	Vice President	1801 E. 9th Street Cleveland, OH	21011 Avalon Drive Rocky River, OH
Robert E. Holley	Vice President	1221 Ave of Amer- icas, New York, NY	300 East 40 Street Manhattan, NY
Robert N. Howe	Vice President	208 S. LaSalle Street Chicago, IL	445 E. Deerpath Lake Forest, IL
Phillip Huber	Vice President	1110 Brickell Avenue Miami, FL	1451 N.E. 102 Street Miami Shores, FL

PAINE, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
M. Thomas Hudson	Vice President	3340 Peachtree Rd. NE Atlanta, GA	5312 E. Cove Marietta, GA
William V. Hyland, Jr.	Vice President	Prudential Plaza Boston, MA	17 Linda Street Foxboro, MA
Sheldon Isaacs	Vice President	1221 Ave of Amer- icas, New York, NY	305 Coleridge Street Plainedge, NY
J. Julie Jason	Assistant Secretary	140 Broadway New York, NY	52 Cambridge Drive Greenwich, CT
Edward Jehamy	Vice President	25 Broad Street New York, NY	290 E. Shore Drive Massapequa, NY
Andrew J. Jennings	Vice President	555 California St. San Francisco, CA	1326 Clinton Avenue Alameda, CA
Richard A. Jesser	Vice President	100 Federal Street Boston, MA	6 Vale Road Reading, MA
Howard F. Johnston	Vice President	607 Market Street Knoxville, TN	630 Cherokee Blvd. Knoxville, TN
James B. Kaiser	Vice President	4545 IDS Center Minneapolis, MN	27 E. Oaks Road North Oaks, MN
Arthur F. Kalbhenn	Vice President	4 Penn Center Plaza Philadelphia, PA	Galloway Farm Richboro, PA
Peter Kelligrew	Vice President	1221 Ave of Amer- icas, New York, NY	47 Ox Bow Lane Summit, NJ
James D. Klein	Vice President	555 California St. San Francisco, CA	60 Tamarack Drive Hillsborough, CA
Jep Knox	Vice President	North 100 First Nat'l Bank Bldg., St. Paul, MN	1797 Colvin Avenue St. Paul, MN
John Koch	Vice President	80 Wolf Road Albany, NY	15 6 Street Dover, NJ

Charles H. Kouyoumjian	Vice President	251 Royal Palm Way Palm Beach, FL	16 Greenridge Road Weston, MA 02193
Steven C. Kraus	Vice President	425 Park Avenue New York, NY	5 Peter Jay Lane Rye, NY
Robert A. Krysa	Vice President	700 S. Flower Street Los Angeles, CA	17337 Tramonto Drive Pacific Palisades, CA
Robert Lamiroult	Vice President	25 Broad Street New York, NY	18 Edgewood Drive Hicksville, NY
John S. Lampe	Vice President	140 Broadway New York, NY	236 Stammers Street Philadelphia, PA
Jane R. Larkin	Vice President	120 Broadway New York, NY	2113 Ryder Street Brooklyn, NY
William A. LaVallee	Vice President	16661 Ventura Blvd. Encino, CA	640 Ocampo Drive Pacific Palisades, CA
Dorothy R. Leas	Assistant Treasurer	140 Broadway New York, NY	400 East 77 Street New York, NY
Harvey L'Hommedieu	Vice President	1221 Ave of Amer- icas, New York, NY	936 Esplanade Pelham Manor, NY
Gerald P. Linname	Vice President & Assistant Treasurer	120 Broadway New York, NY	160-49 Willests Point Blvd., Whitestone, NY
William A. Locurto	Senior Vice President	25 Broad Street New York, NY	7 Gullford Park Drive W. Babylon, NY
Timothy E. Longworth	Vice President	120 Broadway New York, NY	771 W. Saddle River Rd Ho-Ho-Kus, NJ
Paul A. Lynch	Senior Vice President	4545 IDS Center Minneapolis, MN	4520 Avondale Road Golden Valley, MN
James P. MacGilvray	Senior Vice President	140 Broadway New York, NY	284 Willets Lane W. Islip, NY

Charles M. Magrow	Vice President	25 Broad Street New York, NY	6 Third Street Brooklyn, NY
Phillip E. Malone	Vice President	700 S. Flower Street Los Angeles, CA	1659 Alta Oaks Arcadia, CA
Robert J. Manta	Vice President	300 Garden City Plaza Garden City, NY	15 Vernon Avenue East Norwich, NY
Donald Massa	Vice President	511 Walnut Street Cincinnati, OH	5154 Deerridge Lane Cincinnati, OH
Robert J. Mattis	Vice President	140 Broadway New York, NY	286 Woodfield Road Washington Township, N
Annrhta J. Mayer	Assistant Treasurer	120 Broadway New York, NY	1675 York Avenue New York, NY
Donald R. Mayne	Vice President	7979 Ivanhoe Avenue Lajolla, CA	1774 Lajolla Rancho R Lajolla, CA
Patrick McDonald	Vice President	25 Broad Street New York, NY	572 Cliff Street Ridgewood, NJ
Francis X. McElroy	Vice President	140 Broadway New York, NY	40 Knollwood Road Rockville Centre, NY
John A. McGlynn	Vice President	120 Broadway New York, NY	7423 Ridge Blvd. Brooklyn, NY
Sam McGowan	Vice President	700 S. Flower Street Los Angeles, CA	2467 Matador Rowland Heights, CA
Roger McKnight	Vice President	1221 Ave of Amer- icas, New York, NY	1240 Lakeshore Drive Massapequa Park, NY
William McLaughlin	Vice President	25 Broad Street New York, NY	P.O. Box 133, RD 2 Colts Neck, NJ
Patrick J. McMullen	Vice President	140 Broadway New York, NY	135 Revolutionary Rd. Scarborough, NY

PAINÉ, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Paul R. Meese	Vice President	525 William Penn Pl. Pittsburgh, PA	1908 Mt. Royal Blvd. Glenshaw, PA
Michael Merola	Vice President	25 Broad Street New York, NY	3460 Richmond Avenue Staten Island, NY
Henry M. Merrill	Vice President	140 Broadway New York, NY	9935 N.Valley Hill Dr Mequon, WI
Robert T.P. Metcalf	Vice President	100 Federal Street Boston, MA	West Beach Hill Beverly Farms, MA
Lewis Milkey	Vice President	10 Constitution Plaza Hartford, CT	11 Clifton Drive Simsbury, CT
Charles W. Miller	Vice President	120 Broadway New York, NY	31 Vincent Street Chatham, NJ
James D. Mirenda	Vice President	1221 Ave of Amer- icas, New York, NY	28 The Fairway Upper Montclair, NJ
Wilfred E. Montminy	Vice President	1 Landmark Square Stamford, CT	20 Langer Lane Wilton, CT
Angus T. Morrison	Vice President	4545 IDS Center Minneapolis, MN	2470 Cedar Point Dr. Wayzata, MN
Michael K. Murdoch	Vice President	140 Broadway New York, NY	7423 Ridge Blvd. Brooklyn, NY
Thomas J. Nash	Vice President	100 Federal Street Boston, MA	12 Whiting Road Wellesley, MA
Richard O'Brien	Vice President	201 N. Charles St. Baltimore, MD	2328 Sheppard Road Monkton, MD
William J. O'Donoghue	Vice President	2924 Stevens Creek Blvd., San Jose, CA	18205 Crystal Road Glen Oyse Estates, Morgan Hill, CA

Thomas O'Farrell	Vice President	140 Broadway New York, NY	590 Ft. Washington Ave New York, NY
Bruce E. Paine	Vice President	140 Broadway New York, NY	Stever Creek Crossing P.O. Box 751 Philmont, NY
William K. Palmer III	Vice President	Vista Denorte Bldg. Northview & Hwy 89-A, Sedona, AZ	P.O. Box 3621 W. Sedona, AZ
Rodger Parker	Vice President	120 Broadway New York, NY	89 Powell Drive Allendale, NJ
Kenneth A. Paterson	Vice President	1221 Ave of Amer- icas, New York, NY	500 East 85 Street New York, NY
Charles T. Peterson	Senior Vice President & Treasurer	140 Broadway New York, NY	Scarborough Manor Scarborough, NY
Herald S. Piper	Vice President	620 Newport Center Drive, Newport Beach, CA	4507 Sugarhill Drive Rolling Hills Estates CA
Michael Quarto	Vice President	3 Girard Plaza Philadelphia, PA	930 Montgomery Avenue Rosemont, PA
James B. Raphaelian	Senior Vice President	140 Broadway New York, NY	143 Pittsford Way New Providence, NJ
Walter Raquet	Senior Vice President	120 Broadway New York, NY	171 Easton Road Garden City, NY
Patrick Regan	Vice President	25 Broad Street New York, NY	85-31 144 Street Briarwood, NY
Donald W. Rioux	Vice President	1 Casade Plaza Akron, OH	1834 Stoney Hill Hudson, OH

Robert Rosso	Vice President	140 Broadway New York, NY	65 Andrew Road Manhasset, NY
Sheldon Rubin	Vice President	25 Broad Street New York, NY	15 Pierce Drive Paramus, NJ
William Russell	Vice President	1200 Milam Houston, TX	9405 Bounbrook Ave. Dallas, TX
William F. Sadowski	Senior Vice President	1221 Ave of Amer- icas, New York, NY	29 Wilford Road Branford, CT
Benjamin F. Sanford	Vice President	9750 Wilshire Beverly Hills, CA	243 S. Roxbury Drive Beverly Hills, CA
Joergen H.K. Schade	Vice President	600 108 N.E. Bellvue, WA	16915 N.E. 26 Place Bellvue, WA
Francis J. Schultz	Vice President	200 Plaza New Orleans, LA	3828 Peach Tree Court New Orleans, LA
Gary G. Scott	Vice President	4400 E. Broadway Tucson, AZ	P.O. Box 17008 Tucson, AZ
Francis P. Sears, Jr.	Vice President	100 Federal Street Boston, MA	25 Gardner Street Hamilton, MA
Timothy J. Sennatt	Vice President	140 Broadway New York, NY	24 Hendrie Avenue Riverside, CT
Francis F.R. Shaughnessy	Vice President	1221 Ave of Amer- icas, New York, NY	43 Michael Avenue Farmingdale, NY
Robert Shomaker	Vice President	1221 Ave of Amer- icas, New York, NY	525 Woodland Avenue Westfield, NJ
Anthony Sorrentino	Vice President	25 Broad Street New York, NY	163-19 86 Street Howard Beach, NY

Martin Spar	Vice President	140 Broadway New York, NY	2051 Ellen Drive Merrick, NY
Donald W. Stacey	Senior Vice President	1221 Ave of Amer- icas, New York, NY	322 W. 57 St. #41H New York, NY 10019
Paul F. Steiner	Vice President	1 Federal Street Boston, MA	1 Longfellow Place #1122, Boston, MA
Norman W. Stewart	Senior Vice President	120 Broadway New York, NY	16 Westview Drive Huntington, NY 11743
Robert M. Stewart	Senior Vice President	525 William Penn Pl. Pittsburgh, PA	610 The Mounds Monogahela, PA
William C. Struyk	Vice President	140 Broadway New York, NY	75 West End Avenue New York, NY
Jean S. Sults, Jr.	Vice President	6265 E. 2 Street Long Beach, CA	8 Rippling Stream Irvine, CA
Richard A. Suppliger	Vice President	140 Broadway New York, NY	47-07 167 Street Flushing, NY
Edmund C. Switzer	Vice President	25 Broad Street New York, NY	46 Twixt Hills Road St. James, NY
James W. Sykes	Senior Vice President	120 Broadway New York, NY	1100 Park Avenue New York, NY
William J. Szilasi	Vice President	120 Broadway New York, NY	6 Ninth Street Barnegat, NJ
D.Christopher Taylor	Vice President	1221 Ave of Amer- icas, New York, NY	158 Zaccheus Mead Lan Greenwich, CT
Jeffrey A. Teichman	Vice President	1221 Ave of Amer- icas, New York, NY	1683 53rd Street Brooklyn, NY
Donald Terlip	Vice President	55 W. Monroe Chicago, IL	27 W. 641 North Lane Naperville, IL

PAINE, WEBBER, JACKSON & CURTIS INC.

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
Charles E. Timo	Vice President	1221 Ave of Americas, New York, NY	14 Georgia Street No. Valley Stream, NY
Leonard A. Turner	Vice President	200 Park Avenue New York, NY	2055 Center Avenue Ft. Lee, NJ
Alfred C. Turrisi	Senior Vice President	433 Hackensack Ave. Hackensack, NJ	441 Manchester Way Wyckoff, NJ
William P. Urig	Senior Vice President	25 Broad Street New York, NY	78 Pickwick Road Manhasset, NY
Gary Utkov	Vice President	12011 Elm Street Dallas, TX	3605 Hanover Street Dallas, TX
Fred C. VanBebber	Vice President	100 No. Broadway Wichita, KS	7329 Pagent Lane Wichita, KS
Henry A. Voss	Vice President	1520 Hospital Trust Tower, Providence, RI	6 Ronald Road Barrington, RI
George H. Wallin	Vice President	251 Royal Palm Way Palm Beach, FL	633 Elm Tree Lane Boca Raton, FL
Thomas M. Wendel	Executive Vice President Chief Financial Officer	140 Broadway New York, NY	Cherrybrook Dr. RD Princeton, NJ
Phillip D. Wirttenberg	Vice President	1221 Ave of Americas, New York, NY	2685 Rachael Street Bellmore, NY

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year

FIRST: The name of the corporation is Paine Webber Jackson & Curtis Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Stock Brokers & Dealers

FOURTH: If foreign corporation, address of its principal office
120 Broadway - Tax Dept., New York, NY 10271

FIFTH: Business address in Rhode Island (blank reports will be mailed to this
address) 1520 Hospital Trust Tower, Providence, R.I. 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
	Director	
SCHEDULE ATTACHED	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

Dated: August 25 19 82

Paine Webber Jackson & Curtis Inc.

(Name of Corporation)

SEP 18 1982

By [Signature]
Title V.P. & Asst. Treasurer

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

PAINE, WEBBER, JACKSON & CURTIS

INCORPORATED

Directors:

<u>Name</u>	<u>Address</u>	<u>S.S. #</u>
Donald E. Brown	33 Drake Road, Summerset, NJ 08873	117-26-5550
David R. Ganis	225 W. Sheridan Place, Lake Bluff, Ill.	325-28-8476
Theodore M. Johnson	4125 52 N.W., Washington, D.C. 20006	522-38-1013
Michael Johnston	One Highland Drive, Summit, NJ 07901	500-40-0836
Richard Kaufman	46 Mill Brook Road, Stamford, CT 06902	016-28-8836
Frank L. Mansell	800 Park Avenue, New York, NY 10021	507-07-7594
Donald B. Marron	791 Park Avenue, New York, NY 10028	072-12-5975
Andrew J. McDonald	5 Stonehill Drive, Stoneham, MA 02180	281-28-3464
Sam S. Miller	510 E. 86th Street, New York, NY 10027	463-60-5439
Donald E. Nickelson	503 Dartmouth Place, Flintridge, CA 91103	510-28-9881
Robert D. Punch	4475 N. Ocean Blvd., Del Rey Beach, Fla.	469-12-7554
Jack L. Rivkin	25 Perry Street, New York, NY 10014	447-40-0754
Edward F. Saville	1500 Sheridan Road, Wilmette, Ill. 60091	275-20-0727
James H. Schmidt	345 Willow Road, Winnetka, Ill. 60093	280-26-3459
Richard F. Shelton	250 Sea Cliff Ave., San Francisco, CA	570-26-0818
W. Steven Sheppard	405 Sasco Hill Road, Southport, CT 06490	383-26-6529
oe B. Thompson	5929 Club Oak Circle, Dallas, TX	261-56-4188

PAINE, WEBBER, JACKSON & CURTIS

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William G. Ahl	V.P.	4509 82 St, Prairie Village, KS	177-22-0509
Walter M. Aikman	Senior V.P.	22 Fayerweather St, Cambridge, MA	054-28-3146
McIndoe Alexander	V.P.	8234 W. Wood Hills Curve, St. Louis Pk, MN	476-14-5690
Estill L. Alvey	V.P.	292 11th Street, Garden City, NY 11530	407-60-0406
Michael Ambrosini	V.P.	4 Kristoffersen Ct, Suffern, NY 10901	096-34-6193
Charles O. Ames	V.P.	8 Wawapek Rd, Gold Spring Harbor, NY	723-12-2226
J. Paul Arena	V.P.	7325 Northgate Way, Downers Grive, Ill.	156-30-9198
Samuel T. Arnold, Jr.	V.P.	8 Acres Drive, Pennington, NJ	038-12-0098
Fred S. Asbeck	V.P.	961 Bolenden Drive, Del Ray, Fla. 33444	285-28-1907
Richard E. Ascher	Senior V.P.	171 Twin Oaks Drive, Elmhurst, Ill.	304-36-2243
Donald J. Baier	V.P.	37 Pitcairn Drive, Roseland, NJ	157-28-3988
C. Jordan Ball, Jr.	V.P.	8918 Norwick Road, Richmond, VA	225-52-2481
Eugene Barrett	V.P.	1182 Autumn Creek Circle, Westerville, OH	147-38-4295
Joseph Basile	V.P.	7407 19th Avenue, Brooklyn, NY	073-38-4295
Dwight C. Baum	V.P.	1011 Oak Grove Ave., San Marino, CA	055-16-2764
Robert Benne	V.P.	8407 E Mustang Trail, Scottsdale, AZ	526-74-2729
H. Duane Billmeyer Jr.	V.P.	2910 Woodland Court, Royal Oak, MI	371-26-6964
John E. Blakley	V.P.	7805 SE 70 Street, Mercer Island, WA	279-24-6923
Norman G. Bloom	V.P.	914 Bellefonte St., Pittsburgh, PA	194-28-2608
Myron H. Bond	V.P.	4536 Belfort Avenue, Dallas, TX	443-38-5342
Warren R. Boos	V.P.	4800 Willow Lane, Orchard Lake, MI	383-30-0757
Richard P. Bowman	V.P.	820 Eucalyptus Rd, Hillsborough, CA	555-28-0253
Reinaldo D. Bozan	V.P.	805 Maple Ave, Ridgefield, NJ 07657	060-32-2871
Donald E. Brown	Senior V.P.	33 Drake Road, Summerset, NJ 08873	117-26-5550
Richard A. Bruno	Senior V.P.	234 Carrison Ave, Island Park, NY	088-36-2871
Edward W. Buckley	V.P.	107 Brook St., Garden City, NY 11530	115-12-3483
William Bunn	V.P.	4195 Santa Terresa Circle, Las Vegas, NV	364-42-9424
Edward J. Burke	V.P.	80 Altura Way, Greenbrae, CA	481-24-0844
John J. Burke, Jr.	V.P.	1719 Donna Drive, Westlake, OH	282-26-0534
Barry J. Buchsbaum	V.P.	48 Maple Avenue, New York, NY	063-36-0994
William D. Byrne, Jr.	V.P.	370 Spring Avenue, Ridgewood, NJ	054-32-8842
Clarence G. Caffrey	Senior V.P.	28 Hidden Glen Rd, Upper Saddle River, NJ	059-34-2224
John G. Capps, Jr.	V.P.	9235 Greenwood, Munster, IN	314-26-5237
Arthur D. Cashin, Jr.	V.P.	242 Harrison Ave., Jersey City, NJ	136-32-4353
Joseph A. Cerbone	V.P.	500 W. Middlefield Rd, Mountain View, CA	554-52-4709
Sheldon A. Chaiken	V.P.	RD #4, Mill Rd., Douglstown, PA 18901	209-26-8389
Carolyn J. Cole	V.P.	197 Amity Street, Brooklyn, NY 11201	049-34-6569
James G. Cooper	V.P.	8462 Druryla, Germantown, TN 38138	453-66-9271
Leonard M. Cooper	V.P.	Rt #1, Box 154 DD, Brentwood, CA	427-52-2371
Richard F. Corrington	V.P.	Box 33C, Rte. #1, Lexington, VA	331-28-7020
Hale E. Cullom, Jr.	Senior V.P.	5974 Woodway Place Court, Houston, TX	414-50-8573

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
Thomas M. Wendel	Executive V.P. & Chief Finan. Officer	Cherrybrook Drive RD, Princeton, NJ	535-30-5816
James F. Dalton	Senior V.P.	3330 N. Lake Shore Dr., Chicago, Ill.	319-32-3672
Joseph N. Daniel	V.P.	4922 Stratford Dr., Ft. Wayne, IN 46807	370-36-4137
James J. Delaney	V.P.	1036 Lakeside Place, Baldwin, NY	111-34-6644
Donald D. Dest	V.P.	Harbour Village, Branford, CT	047-14-3030
Raymond Dillon	V.P.	1942 Deerpark Dr., Fullerton, CA 92631	555-66-0133
George J. Dixon, Jr.	Asst Treas	22 Lynwood Road, Scarsdale, NY 10583	059-28-1612
H. Edward Driscoll	V.P.	2620 S. Holly St., Denver, CO 80222	122-32-8579
Edward T. Dunne	V.P.	9480 Ridge Blvd., Brooklyn, NY	050-36-6256
Robert C. Durwoody	Senior V.P.	Spruce Knolls, Short Hills, NJ 07078	073-26-8058
John E. Eckelberry	V.P.	1936 Midland, Syosset, NY	144-26-7138
Grant L. Ellington	V.P.	2 N 444 Euclid Ave, Glen Ellyn, Ill.	349-26-0813
Timothy J. Ellington	V.P.	3050 M. Mitchell Dr., NW, Atlanta, GA	416-68-5660
Paul Elvidge	Senior V.P.	449 Wastena Terrace, Ridgewood, NJ	369-36-2144
John L. Engels	Senior V.P.	55 Otter Rock Drive, Greenwich, CT	387-34-8917
Frederick C. Ermel	Senior V.P.	309 Greenway Road, Ridgewood, NJ	206-34-9109
Mary P. Evans	V.P.	1202 Castlegate Lane, Santa Ana, CA	555-48-8028
William A. Evans	V.P.	17016 Palacide Pl., San Diego, CA 92128	526-64-1581
Albert P. Everts, Jr.	V.P.	74 Webster Road, Weston, MA	001-14-9929
John M. Faccibene	V.P.	155 Lathrop Ave., Staten Island, NY	059-38-3090
Richard S. Falk	Senior V.P.	223 Newtown Tpke., Wilton, CT 06897	391-40-2550
Joseph D. Fashano	Asst Secty	699 Bucktail Ct., Buxkill, PA	140-30-9311
Paul Felis	V.P.	3309 Harrell Street, Wheaton, MD	087-34-8002
Joyce Fensterstock	V.P.	501 E. 87th St., NY, NY 10028	030-38-8890
Miguel A. Ferrer	V.P.	Condominio Las Carmelitas Ave., San Jorge- Esq., San Mateo, Santurce, PR	580-78-1086
Charles F. Field	V.P.	1870 Eagle Ridge Dr., #8 S. Ct., St. Paul, Minn.	476-34-0790
Patricia A. Flynn	V.P.	15 W. 72nd Street, New York, NY	009-30-4182
Isadore Friedman	V.P.	200 E. 72nd Street, New York, NY	110-34-8559
Michael H. Fusco	Senior V.P.	2532 Via Anita, Palos Verdes, CA	568-52-0793
David R. Ganis	Senior V.P.	225 W. Sheridan Pl., Lake Bluff, Ill.	325-28-8836
T. Jack Gary	V.P.	909 Country Club Dr., N. Palm Beach, Fla.	
Samuel A. Gay	Senior V.P.	54 Colony Road, Westport, CT	078-12-5920
Duane V. Geis	V.P.	522 Shadywood, Houston, TX	442-09-0890
Harry R. Gessner	V.P.	2415 N. 83 St., Wauwatosa, WI	398-05-3243
Robert Gillespie	V.P.	6319 Clear Ridge Dr., Dallas, TX 75248	233-66-1472
H. Neil Gilman, Jr.	V.P.	16 Crown Terrace, Morrisville, PA	473-07-5139
Charles A. Graham	V.P.	4567 Avenue DelMar, Carpinteria, CA	522-40-3761
J. Robert Green	V.P.	2539 Indian Trail, SE, Grand Rapids, MI	370-18-0902

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
Paul Guenther	Senior V.P.	353 Hillcrest Rd., Ridgewood, NJ	115-30-9669
Robert S. Guggenheim	V.P.	5328 Hallford Dr., Atlanta, GA 30338	550-66-2556
George R. Hahn	V.P.	8 Ohio Avenue, Metchen, NJ 08840	110-24-2905
Francis M. Hall	V.P.	468 Goodspeed Rd., Virginia Beach, VA	092-20-0701
George R. Hannaway	V.P.	4701 Court Ave., N.W., Washington, DC	127-24-4287
James J. Harrington	V.P.	7140 Old Mill Rd., Birmingham, MI 48010	380-18-8234
J. Barry Hart	V.P.	12130 Perthshire, Houston, TX 77024	455-54-1948
William P Hartman	V.P.	3110 Sheridan Rd., Chicago, Ill.	129-28-8786
Dorothy F Haughey	Secretary	2363 S. Grand Ave., Baldwin, NY	107-20-7293
George W Hester	V.P.	45 E. Madison Ave., Florham Pk., NJ	135-12-8823
William J Hibbard	V.P. & Asst. Secretary	16 Baldwin Street, Reading, MA	020-26-2925
William J Hobbs	V.P.	2126 Decker Ave., Merrick, NY	116-26-2928
Theodor Hochman	V.P.	146 LaGuardia Ave., Staten Island, NY	101-36-2453
Thomas P Holland	V.P.	Imperial House Apts., 11900 Edgewater Dr., Lakewood, Ohio	294-32-1151
Robert E. Holley	V.P.	300 E. 40 St., Manhattan, NY 10016	072-24-1522
Robert M Howe	V.P.	445 E. Deerpath, Lake Forest, Ill. 60045	358-22-7566
Philip Hubert	V.P.	1451 NE 102 St., Miami Shores, Fla.	261-64-7385
M. Thomas Hudson	V.P.	5312 E. Cove, Marietta, GA 30067	
William V. Hyland Jr.	V.P.	17 Linda Street, Foxboro, MA 02035	027-28-5275
Sheldon Isaacs	V.P.	305 Coleridge St., Plainridge, NY	122-32-0933
J. Julie Jason	Asst. Secty.	52 Cambridge Dr., Greenwich, CT 06830	
Edward Jehamy	V.P.	290 E Shore Dr., Massapequa, NY 11758	102-32-5599
Andrew J Jennings	V.P.	1326 Clinton Ave., Alameda, CA	136-28-4912
Richard A Jesser	V.P.	6 Vale Road, Reading, MA	034-28-2645
Theodore M. Johnson	Senior V.P.	4125 52 NW, Washington, DC 20006	522-38-1013
Howard F. Johnston	V.P.	630 Cherokee Blvd., Knoxville, TN 27919	413-64-9754
James B. Kaiser	V.P.	27 E. Oaks Road, North Oaks, MN	475-32-4413
Arthur F. Kalbhenn	V.P.	Galloway Farm, Richboro, PA	151-12-4822
Richard Kaufmann	Senior V.P.	46 Mill Brook Rd., Stamford, CT 06902	016-28-8836
Peter Kelligrew	V.P.	47 Ox Bow Lane, Summit, NJ 07901	083-34-5013
Howard W Kelting	V.P.	52 W. 9 Street., Manhattan, NY 10011	098-32-2045
James D Klein	V.P.	175 Bella Vista Dr., Hillsborough, CA	548-60-0774
Jep Knox	V.P.	1797 Colvin Avenue, St. Paul, MN	470-16-4730
John Koch	V.P.	15 6 Street, Dover, NJ	268-38-6507
Charles H. Kouyoumjian	V.P.	16 Greenridge Rd., Weston, MA 02193	025-30-5755
Steven C Kraus	V.P.	5 Peter Jay Lane, Rye, NY	207-12-1906
Robert A. Krysa	V.P.	17337 Tramonto Dr., Pacific Palasades, CA	476-09-3160
John S. Lampe	V.P.	240 Park Road, Franklin Lakes, NJ	102-22-4983
Jane R. Larkin	V.P.	2113 Ryder Street, Brooklyn, NY 11234	099-12-8436

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William A LaVallee	V.P.	640 Ocampo Drive, Pacific Palisades, CA	074-26-5494
Dorothy R. Leas	Asst. Treas.	400 E. 77 St., New York, NY 10021	185-36-3054
Harvey L'Honmedieu	V.P.	936 Esplanade, Pelham Manor, NY	077-18-5613
Gerald P. Linnane	V.P. & Asst. Treas.	11-05 138th St, Malba, NY 11356	125-26-3551
William A Locurto	Senior V.P.	7 Guilford Park Dr., W Babylon, NY 11704	119-22-2623
Timothy E Longworth	V.P.	771 W Saddle River Rd., Ho-Ho-Kus, NJ	376-44-8747
Paul A. Lynch	Senior V.P.	4520 Avondale Rd., Golden Valley, MN	469-34-7305
James P. MacGilvray	Senior V.P.	27 Ocean Wall, W. Gilgo Beach, NY	062-36-3573
Charles M. Magrow	V.P.	6 Third Street, Brooklyn, NY	059-24-1558
Phillip E. Malone	V.P.	1659 Alta Oaks, Arcadia, CA 91006	487-52-9828
Robert J. Manta	V.P.	15 Vernon Ave., E. Norwich, NY	094-28-4724
Donald B. Marron	Chairman of The Board & Chairman of The Executive Committee	791 Park Avenue, NY, NY 10028	072-12-5975
Michael Merola	V.P.	3460 Richmond Ave, Staten Island, NY	
Charles W Miller	V.P.	31 Vincent St, Chatham, NJ	343-16-8219
Donald Massa	V.P.	5154 Deeridge Lane, Cincinnati, OH 45239	282-38-4604
Roger J. Mattis	V.P.	286 Woodfield Rd, Washington Township, NJ	085-36-0898
Annrita B. Mayer	Asst. Treas.	1675 York Avenue, New York, NY	055-26-9666
Donald R. Mayne	V.P.	1774 LaJolla Rancho Rd., LaJolla, CA	542-09-5554
Patrick McDonald	V.P.	572 Cliff Street, Ridgewood, NJ	386-36-0887
Francis X. McElroy	V.P.	40 Knollwood Rd., Rockville Centre, NY	060-30-5003
John A. McGlynn	V.P.	59 89th Street, Brooklyn, NY	130-16-6160
Sam McGowan	V.P.	2467 Matador, Rowland Heights, CA 91748	456-65-9877
Roger McKnight	V.P.	1240 Lakeshore Dr., Massapequa, NY 11758	
William McLaughlin	V.P.	P.O. Box 133, RD #2, Colts Neck, NJ 07722	531-20-0452
Patrick J. McMullen	V.P.	135 Revolutionary Rd., Scarborough, NY	320-44-8757
Paul R. Meese	V.P.	1908 Mt. Royal Blvd., Glenshaw, PA 15116	193-34-5959
Alvin L. Mentemeier	V.P.	23 Plymouth Rd., Westfield, NJ	122-12-3924
Henry M. Merrill	V.P.	9935 N. Valley Hill Dr., Mequon, WI 53092	019-30-5177
Robert T P Metcalf	V.P.	West Beach Hill, Beverly Farms, MA	011-28-9853
Lewis Milkey	V.P.	11 Clifton Dr., Simsbury, CT	048-26-2710
Sam S. Miller	Senior V.P. & General Council	510 E 86th St., New York, NY 10027	463-60-5439
Wilfred E. Montminy	V.P.	20 Langer Lane, Wilton, CT	029-30-5937
Angus T. Morrison	V.P.	2470 Cedar Point Dr., Wayzata, MN	472-18-7358
Joseph R. Muglia	V.P.	2851 Caminito Merion, LaJolla, CA	126-28-1717
Michael K. Murdoch	V.P.	7423 Ridge Blvd., Brooklyn, NY 11209	353-36-8104
Thomas Nash	V.P.	118 W. Havilland Lane, Stamford, CT	171-34-9840
Donald E. Nickelson	President & Chief Exec. Officer	503 Dartmouth Place, Flintridge, CA 91103	510-28-9881

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S. #</u>
William J O'Donoghue	V.P.	18205 Crystal Rd, Glen Oyse Estates, Morgan Hill, CA 95037	291-22-5651
Thomas O'Farrell	V.P.	590 Ft. Washington Ave., NY, NY	113-32-1647
Richard O'Brien	V.P.	2328 Sheppard Rd, Monkton, MD	218-32-6298
Bruce E. Paine	V.P.	Steever Creek Crossing, PO Box 751, Philmont, NY 12565	063-26-4990
William K Palmer III	V.P.	PO Box 3621, W. Sedona, AZ	318-26-3313
Kenneth A. Paterson	V.P.	500 E 85 St., New York, NY	108-44-1967
Charles T. Peterson	Sr. V.P.	Scarborough Manor, Scarborough, NY	723-10-6875
Herald S. Piper	V.P.	4507 Sugarhill Dr., Rolling Hills Estates, CA	555-34-3042
Robert. D. Punch	Senior V.P.	4475 N. Ocean Blvd, Del Rey Beach, Fla.	469-12-7554
Michael Quarto	V.P.	930 Montgomery Ave, Rosemont, PA 19010	072-28-9460
James B Raphalian	Senior V.P.	143 Pittsfordsway, New Providence, NJ	151-36-6651
Walter Raquet	Senior V.P. & Controller	171 Easton Rd., Garden City, NY 11530	054-36-9028
Pat Regan	V.P.	141-68 85 Rd, Jamaica, NY	074-30-9815
Donald W Rioux	V.P.	1834 Stoney Hill, Hudson, OH 44236	277-20-2402
Jack L. Rivkin	Senior V.P.	25 Perry Street, New York, NY 10014	447-40-0754
Richard A. Ross	V.P.	144 Mt. Vernon Street, Boston, Mass.	124-26-9214
Robert Rosso	V.P.	65 Andrew Road, Manhasset, NY	058-30-9686
Sheldon Rubin	V.P.	15 Pierce Drive, Paramus, NJ 07652	080-38-1622
William Russell	V.P.	9820 Memorial Dr., Houston, TX	263-26-8649
William F. Sadowski	Senior V.P.	29 Wilford Rd., Branford, CT	042-42-6796
Benjamin F. Sanford	V.P.	243 S Roxbury Drive, Beverly Hills, CA	557-24-6898
Martin Spar	V.P.	2051 Ellen Drive, Merrick, NY 11566	
Joergen H. K. Schade	V.P.	16915 NE 26 Place, Bellevue, WA	538-30-3008
James H. Schmidt	Exec. V.P.	345 Willow Rd, Winnetka, IL 60093	280-26-3459
Francis J. Schultz	V.P.	3828 Peach Tree Ct, New Orleans, LA	436-50-7322
Gary G. Scott	V.P.	PO Box 17008, Tucson, AZ 85731	570-68-4453
Francis P Sears, Jr	V.P.	25 Gardner Street, Hamilton, MA	361-01-5865
Timothy J. Sennatt	V.P.	24 Hendrie Ave., Riverside, CT 06878	556-68-4453
Donald W. Stacey	Senior V.P.	322 W. 57th St, NY, NY 10019	522-40-5116
Francis F R Shaughnessy	V.P.	43-27 159 Street, Flushing, NY	783-43-
W. Steven Sheppard	Senior V.P.	405 Sasco Hill Rd, Southport, CT 06490	383-26-6529
Richard F. Shelton	Senior V.P.	250 Sea Cliff Ave, San Francisco, CA	570-26-0818
Robert Shomaker	V.P.	525 Woodland Ave., Westfield, NJ	508-50-5894
Norman Stewart	Senior V.P.	16 Westview Drive, Huntington, NY 11743	
Anthony Sorrentino	V.P.	163-19 86 St, Howard Beach, NY	051-32-6225
Paul F. Steiner	V.P.	1 Longfellow Pl., #1122, Boston, Mass.	474-46-3847
Robert M. Stewart	Senior V.P.	610 The Mounds, Monogahela, PA	188-18-8909
William C. Struyk	V.P.	75 W. End Avenue, New York, NY 10028	480-54-8464
Jean S Suits, Jr.	V.P.	8 Rippling Stream, Irvine, CA	054-28-5681
Joseph W. Sullivan, III	Exec. V.P.	717 Walden Rd, Winnetka, IL 60093	410-56-8924
Richard A Suppiger	V.P.	47-07 167 Street, Flushing, NY	084-30-2588
William J. Szilasi	V.P.	6 Ninth Street, Barnegat, NJ	141-32-0721

PAINÉ, WEBBER, JACKSON & CURTIS

INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>S.S.#</u>
Edmund C. Switzer	V.P.	46 Twixt Hills Rd, St. James, NY	094-32-7984
James W. Sykes	Senior V.P.	401 E. 74 St., New York, NY	133-34-9851
D. Christopher Taylor	V.P.	158 Zaccheus Mead Lane, Greenwich, CT	203-26-0784
Jeffrey A. Teichman	V.P.	1683 53 Street, Brooklyn, NY	104-38-1988
Donald Terlip	V.P.	27 W 641 North Lane, Naperville, IL	515-32-8404
Joe B. Thompson	Senior V.P.	5929 Club Oak Circle, Dallas, TX	261-56-4188
Charles E. Timo	V.P.	14 Georgia Street No., Valley Stream, NY	069-34-1913
Joseph M. Triolo	V.P.	22 Birch Drive, Basking Ridge, NJ	139-28-1458
Leonard A. Turner	V.P.	2055 Center Avenue, Ft. Lee, NJ	264-60-3004
Alfred C. Turrisi	Senior V.P.	441 Manchester Way, Wyckoff, NJ 07481	131-22-6577
William P. Urig	Senior V.P.	78 Pickwick Rd., Manhasset, NY	116-26-3889
Gary Utov	V.P.	3605 Hanover St, Dallas, TX 75225	408-74-0502
Fred C. VanBebber	V.P.	7329 Pagent La., wichita, KS 67206	509-26-9303
Henry A. Voss	V.P.	6 Ronald Rd, Barrington, RI 02806	037-26-5044
George H. Wallin	V.P.	633 Elm Tree Lane, Boca Raton, Fla.	475-18-2323
Cary L. Weissman	V.P.	47 Parker Ave., New City, NY 10956	102-34-1138
Philip D. Wirtenberg	V.P.	2685 Rachel Street, Bellmore, NY	129-38-7021
Arthur R. Young	V.P.	1 Turner Drive, Greenwich, CT	029-18-0806
Leland H. Amaya	Vice Chairman	10 Deepwood Rd, Darien, CT 06820	566-03-7239
John Bingle	Senior V.P.	25 Conventry La, Fairfield, CT 06430	147-38-3228
Alfred S Ceresa	V.P.	60 Fawn Lane, New Canaan, CT	131-30-5667
Richard P Del Bello	V.P.	4 Coulee Drive, Westport, CT 03033	
Stewart Elner	V.P.	4430 NE 24th Terrace, Lighthouse Pt, Fla	559-54-1004
Martha Famula	V.P.	65 R 96th Street, New York, NY 10028	247-82-0720
Robert Lamiroult	V.P.	18 Edgewood Dr, Hicksville, NY 11801	112-34-2347
Roger G Parker	V.P.	89 Powell Rd, Allendale, NJ 07401	406-58-2510
Senan Curtin	Asst Treas	2017 Royce Street, Brooklyn, NY 11234	

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT
OF

Paine, Webber, Jackson & Curtis Incorporated

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is
Paine, Webber, Jackson & Curtis Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is
111 Westminister St., Providence, R.I. 02903

and the name of its registered agent in Rhode Island at such address is
Joseph E. Adelson

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is
Wilmington, Delaware

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is
Security Brokers & Dealers

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
Schedule	Director	
Attached	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100	Common		\$1.00

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common		\$1.00

Dated

3/19

, 1981

Paine, Webber, Jackson & Curtis
INCORPORATED

By

Its Vice President & Asst. Treas.

PAINE, WEBBER, JACKSON & CURTIS, INC.

DIRECTORS

<u>N</u> AME	<u>T</u> ITLE	<u>B</u> RANCH <u>O</u> FFICE	<u>R</u> ESIDENCE
David G. Bartram	Senior Vice President Director	140 Broadway New York, New York	97 Doubling Road Greenwich, CT 06830
Orest E. Bliss	Director	140 Broadway New York, New York	200 E 66th Street New York, NY 10021
Donald E. Brown	Senior Vice President Director	25 Broad Street New York, New York	33 Drake Road Summerset, NJ 08873
John F. Curley, Jr.	Chair of Finance Comm.	140 Broadway New York, New York	23 Stillman Lane Pleasantville, NY 10570
James W. Davant	Director	140 Broadway New York, New York	Horseshoe Road, Box 185 Mill Neck, NY 11765
Edward F. Dugan	Director	140 Broadway New York, New York	Mt. Harmony Road Bernardsville, NJ
Robert C. Dunwoody	Senior Vice President Director	140 Broadway New York, New York	Spruce Knolls Short Hills, NJ 07078
Dugald A. Fletcher	Executive Vice President Director	25 Broad Street New York, New York	
George P. Gardner, Jr.	Director	100 Federal Street Boston, Massachusetts	130 Warren Street Brookline, MA 02146
Theodore M. Johnson	Senior Vice President Director	815 Connecticut Ave., NW Washington, D.C.	NW 4125 52nd N.W. Washington, D.C. 20006

* MEMBER OF THE EXECUTIVE COMMITTEE

*Michael J. Johnston	Director	One Battery Park Plaza New York, New York	Summit, New Jersey 07901
Richard Kaufman	Senior Vice President Director	140 Broadway New York, New York	46 Mill Brook Road Stamford, CT 06902
Andrew J. McDonald	Senior Vice President Director	100 Federal Street Boston, Mass	5 Stonehill Drive Stoneham, Mass 02180
*Donald B. Marron	Chief Exec Off., President, Director, Ch of Bd.	140 Broadway New York, New York	791 Park Avenue New York, New York 10028
Sam S. Miller	Senior Vice President, General Counsel, Secretary	140 Broadway New York, New York	510 E 86 Street, Apt 7A New York, New York 10027
Donald B. Nickelson	Senior Vice President Director	555 S. Flower Street Los Angeles, California	503 Dartmouth Place Flintridge, California
Alexander R. Piper III	Senior Vice President Director	140 Broadway New York, New York	135 E 74 Street New York, New York
Robert D. Punch	Senior Vice President Director	251 Royal Palm Way Palm Beach, Florida	4475 No. Ocean Blvd. Del Rey Beach, Florida
Edward F. Saville	Senior Vice President Director	20 E. Broad Street Columbus, Ohio	3504 Avignon Place Columbus, Ohio 43221
*James H. Schmidt	Executive Vice President Director	208 S. LaSalle Street Chicago, Illinois	345 Willow Road Winnetka, Illinois 60093
Richard F. Shelton	Senior Vice President Director	Bank of America CT 44th Floor, 555 Calif. Street, San Francisco California	250 Sea Cliff Avenue San Francisco, California

*MEMBER OF THE EXECUTIVE COMMITTEE

W. Stevens Sheppard	Senior Vice President Director	140 Broadway New York, New York	Box 219, 405 Sasco Hill Rd Southport, CT 06490
Donald W. Stacey	Director	100 Federal Street Boston, Mass	205 Hale Street Beverly, Mass 01915
Joseph W. Sullivan III	Executive Vice President Director	140 Broadway New York, New York	717 Walden Road Winnetka, Illinois 60093
Alfred C. Turrisi	Senior Vice President	140 Broadway New York, New York	441 Manchester Way Wyckoff, New Jersey 07481
Alan T. Wenzell	Director	140 Broadway New York, New York	1170 Fifth Avenue New York, New York 10029
Joe B. Thompson	Senior Vice President and Director	1201 Elm Street Dallas, Texas	5952 Club Oak Circle Dallas, Texas
Jack L. Rivkin	Senior Vice President Director	140 Broadway New York, New York	25 Perry Street New York, New York

CORPORATE OFFICERS

Thomas H. Adams, Jr.	Vice President	100 Federal Street Boston, Massachusetts	133 Dartmouth Street West Newton, Mass
William G. Ahl	Vice President	Ten Main Center Kansas City, MO	4509 82 Street Prairie Village, KS
Walter M. Aikman	Senior Vice President	100 Federal Street Boston, Mass	22 Fayerweather Street Cambridge, Mass
McIndoe Alexander	Vice President	N 100 First Natl Bank Building St. Paul, MN	8234 W. Wood Hills Curve St. Louis Park, MN
Charles O. Ames	Vice President	200 Park Avenue New York, NY	8 Wawapek Road Gold Spring Harbor, NY
Samuel T. Arnold, Jr.	Vice President	195 Nassau Street Princeton, NJ	8 E. Acres Drive Pennington, NJ
Richard E. Ascher	Vice President	One McDonald's Drive Oakbrook, IL	171 Twin Oaks Drive Elmhurst, IL
Walter E. Auch, Jr.	Vice President	140 Broadway New York, NY	89 Summit Road Riverside, CT
Donald J. Baier	Vice President	1221 Ave. of Amer. New York, NY	37 Pitcairn Drive Roseland, NJ
Stephen D. Baksa	Vice President	140 Broadway New York, NY	89 Summit Road Riverside, CT
C. Jordan Ball, Jr.	Vice President	815 Connecticut Ave. NW Washington, D.C.	8918 Norwick Road Richmond, VA
Joseph Basile	Vice President	140 Broadway New York, New York	7407 19th Avenue Brooklyn, NY
Dwight C. Baum	Vice President	700 S. Flower St. Los Angeles, CA	1011 Oak Grove Avenue San Marino, CA

H. Duane Billmeyer, Jr.	Vice President	2401 W. Big Beaver Rd Troy, Michigan	2910 Woodland Court Royal Oak, MI
John E. Blakley	Vice President	1401 5 Avenue Seattle, WA	7805 SE 70 Street Mercer Island, WA
Norman G. Bloom	Vice President	3 Gateway Center Pittsburgh, PA	914 Bellefonte Street Pittsburgh, PA
Myron H. Bond	Vice President	200 Rep Natl Bank Tower, Dallas, TX	4536 Belfort Avenue Dallas, TX
Warren R. Boos	Vice President	2401 W. Big River Rd Troy, MI	4800 Willow Lane Orchard Lake, MI
James R. Boris	Vice President	511 Walnut Street Cincinnati, OH	2647 Montchateau Drive Cincinnati, OH
Granville H. Bourne, Jr.	Vice President	140 Broadway New York, NY	134 Forest Avenue Glen Ridge, NJ
Richard P. Bowman	Vice President	555 California Street San Francisco, CA	820 Eucalyptus Road Hillsborough, CA
Richard A. Bruno	Vice President	140 Broadway New York, NY	234 Carrison Avenue Island Park, NY
Edward J. Burke	Vice President	555 California Street San Francisco, CA	80 Altura Way Greenbrae, CA
John J. Burke, Jr.	Vice President	1021 Euclid Avenue Cleveland, OH	1719 Donna Drive Westlake, OH
Barry J. Buchsbaum	Vice President	140 Broadway New York, New York	48 Maple Avenue Rockville Center New York, NY
William D. Byrne, Jr.	Vice President	1221 Ave of the Amer New York, NY	370 Spring Avenue Ridgewood, NJ
Clarence G. Caffrey	Senior Vice President	140 Broadway New York, NY	28 Hidden Glen Road Upper Saddle River, NJ

John G. Capps, Jr.	Vice President	208 S. LaSalle Street Chicago, IL	9235 Greenwood Munster, IN
Joseph A. Cerbone	Vice President	555 S. Flower Street Los Angeles, CA	500 W. Middlefield Rd Mountain View, CA
Carolyn J. Cole	Vice President	1 Battery Pk Plaza New York, NY	197 Amity Street Brooklyn, NY
Leonard M. Cooper	Vice President	555 California Street San Francisco, CA	Rt 1, Box 154 DD Brentwood, CA
Richard F. Corrington	Vice President	14 W. Kirk Avenue Roanoke, VA	Box 33C, Route 1 Lexington, VA
Hale B. Cullom, Jr.	Vice President	1200 Milam Houston, TX	5947 Woodway Place Court Houston, TX
James F. Dalton	Senior Vice President	140 Broadway New York, NY	3330 N. Lake Shore Drive Chicago, IL
James J. Delaney	Vice President	120 Broadway New York, New York	1036 Lakeside Place Baldwin, NY
Donald D. Dest	Vice President	195 Church Street New Haven, CT	Harbour Village Branford, CT
Raymond Dillion	Vice President	1210 4 Natl Bank Bldg. Tulsa, OK	200 Center Plaza Tulsa, OK
Donald C. Doe	Vice President	140 Broadway New York, NY	171 Delafield Avenue Lyndhurst, NJ
Edward T. Dunne	Vice President	140 Broadway New York, NY	9480 Ridge Blvd. Brooklyn, NY
John E. Eckelberry	Vice President	140 Broadway New York, NY	1936 Midland Syosset, NY
Ashton G. Eldredge, Jr.	Vice President	140 Broadway New York, NY	1630 2 Avenue New York, NY
Grant L. Ellington	Vice President	208 S LaSalle Street Chicago, IL	2N44 Euclid Avenue Glen Ellyn, IL

Paul Elvidge	Vice President	25 Broad Street New York, New York	449 Wastena Terrace Ridgewood, NJ
John L. Engels	Senior Vice President	140 Broadway New York, NY	55 Otter Rock Drive Greenwich, CT
Frederick C. Ermel	Senior Vice President	140 Broadway New York, NY	309 Greenway Road Ridgewood, NJ
Albert P. Everts, Jr.	Vice President	100 Federal Street Boston, Massachusetts	74 Webster Road Weston, Ma
Joseph D. Fashano	Assistant Secretary	1221 Ave of the Amer New York, NY	699 Bucktail Court Buxkill, PA
Paul Felis	Vice President	815 Connecticut Ave Washington, D.C.	
Miquel A. Ferrer	Vice President	Chase Man Bank Bldg. Hato Rey, San Juan, PR	Condominio Las Carmelitas Ave. San Jorge-Esq. San Mateo Santurce, PR
Patricia A. Flynn	Vice President	140 Broad Street New York, New York	15 W 72 Street New York, NY
Richard C. Forbes	Vice President	400 Esplanade Drive Ventura County, CA	7823 Marin Lane Ventura, CA
Isadore Friedman	Vice President	1221 Ave of the Amer New York, NY	220 E 72 Street New York, NY
Michael H. Fusco	Vice President	700 South Flower St Los Angeles, CA	2532 Via Anita Palos Verdes, CA
David R. Ganis	Senior Vice President	208 S La Salle St Chicago, IL	225 W Sheridan Place Lake Bluff, IL
T. Jack Gary	Vice President	251 Royal Plam Way Palm Beach, FL	909 Country Club Drive No. Palm Beach, FL
Samuel A. Gay	Senior Vice President	140 Broadway New York, NY	54 Colony Road Westport, CT
Herbert Z. Geiger	Treasurer and Vice President	25 Broad Street New York, NY	117 Oak Trail Road Hillsdale, NJ

Duane V. Geis	Vice President	1200 Milam Houston, TX	522 Shadywood Houston, TX
Harry R. Gessner	Vice President	Marine Plaza Milwaukee, WI	2415 N. 83 Street Mauwatosa, WI
H. Neill Gilman, Jr.	Vice President	140 Broadway New York, NY	16 Crown Terrace Morrisville, PA
J. Robert Green	Vice President	1 Vandenberg Center Grand Rapids, MI	2539 Indian Trail SE Grand Rapids, MI
Paul Guenther	Senior Vice President	140 Broadway New York, NY	353 Hillcrest Road Ridgewood, NJ
George R. Hannaway	Vice President	8767 Georgia Avenue Silver Spring, MD	4701 Court Avenue, N.W. Washington, D.C.
David A. Harris	Vice President	Training Center Stamford, CT	26 Strawberry Hill Avenue Stamford, CT
William P. Hartman	Vice President	208 S LaSalle Street Chicago, Illinois	3110 Sheridan Road Chicago, Illinois
Dorothy P. Haughey	Secretary	140 Broadway New York, NY	2363 S. Grand Ave Baldwin, NY
George W. Hester	Vice President	1221 Ave of the Amer New York, New York	45 E. Madison Avenue Florham Park, NJ
William J. Hibbard	Vice President and Assistant Secretary	100 Federal Street Boston, MA	16 Baldwin Street Reading, MA
William J. Hobbs	Vice President	1221 Ave of the Amer New York, NY	2126 Decker Avenue Merrick, NY
Theodor Hochman	Vice President	25 Broad Street New York, NY	146 LaGuardia Avenue Staten Island, NY
Thomas P. Holland	Vice President	1801 E. 9th Street Cleveland, OH	Imperial House Apartments 11900 Edgewater Drive Lakewood, OH
Robert E. Holley	Vice President		

Robert H. Holmes	Vice President	1221 Ave of the Amer New York, NY	399 W. Fullerton Pkwy Chicago, IL
Phillip Huber	Vice President	1110 Brickell Ave Miami, Florida	1451 NE 102 Street Miami Shores, Florida
Sheldon Isaacs	Vice President	140 Broadway New York, NY	305 Coleridge Street Plainridge, NY
Andrew J. Jennings	Vice President	555 California Street San Francisco, CA	1326 Clinton Avenue Alameda, CA
Richard A. Jesser	Vice President	100 Federal Street Boston, MA	6 Vale Road Reading, MA
G. Lawton Johnson	Vice President	140 Broadway New York, NY	237 W 11 Street New York, NY
James B. Kaiser	Vice President	4545 IDS Center Minneapolis, MN	27 E Oaks Road North Oaks, MN
Arthur F. Kalbhenn	Vice President	4 Penn Center Plaza Philadelphia, PA	Galloway Farm Richboro, PA
Richard M. Karoff	Vice President	100 Federal Street Boston, MA	249 West Newton Street Boston, MA
Martin S. Katz	Vice President	25 Broad Street New York, NY	5 Yukon Terrace Morganville, NJ
Robert A. Keim	Vice President	702 First Natl Bank Building, Erie, PA	4422 Upland Drive Erie, PA
Peter Kelligrey	Vice President		
Howard W. Keltling	Vice President		
James D. Klein	Vice President	555 California Street San Francisco, CA	175 Bella Vista Drive Hillsborough, CA
Jep Knox	Vice President	N 100 First Natl Bank Building, St. Paul, MN	1797 Colvin Avenue St. Paul, MN

John Koch	Vice President	163 Madison Avenue Morristown, NJ	15 6 Street Dover, NJ
Charles H. Kouyoumjian	Vice President	100 Federal Street Boston, MA	16 Greenridge Road Weston, MA
Steven C. Kraus	Vice President	425 Park Avenue New York, NY	5 Peter Jay Lane Rye, NY
Robert A. Krysa	Vice President	555 South Flower St Los Angeles, CA	17337 Tramonto Drive Pacific Palisades, CA
John S. Lampe	Vice President	140 Broadway New York, NY	240 Park Road Franklin Lakes, NJ
William A. LaVallee	Vice President	16661 Ventura Blvd. Encino, CA	640 Ocampo Drive Pacific Palisades, CA
Harvey L'Hommedieu	Vice President	200 Park Avenue New York, NY	936 Esplanade Pelham Manor, NY
Gerald P. Linnane	Vice President and Assistant Treasurer	140 Broadway New York, NY	164-12 Willets Pt. Blvd. Whitestone, NY
Timothy E. Longworth	Vice President	120 Broadway New York, NY	771 W. Saddle River Road Ho-Ho-Kus, NJ
Paul A. Lynch	Senior Vice President	4545 IDS Center Minneapolis, MN	4520 Avondale Road Golden Valley, MN
Patrick McDonald	Vice President	140 Broadway New York, NY	572 Cliff Street Ridgewood, NJ
Francis X. McElroy	Vice President	140 Broadway New York, NY	40 Knollwood Road Rockville Centre, NY
John A. McGlynn	Vice President	25 Broad Street New York, NY	59 89 Street Brooklyn, NY
James P. MacGilvray	Senior Vice President	140 Broadway New York, NY	27 Ocean Mall West Gilgo Beach, NY

Charles M. Magrow	Vice President	140 Broadway New York, NY	6 Third Street Brooklyn, NY
Robert J. Manta	Vice President	140 Broadway New York, NY	15 Vernon Avenue East Norwich, NY
Annrита B. Mayer	Assistant Treasurer	140 Broadway New York, NY	1675 York Avenue New York, NY
Donald R. Mayne	Vice President	7979 Ivanhoe Avenue LaJolla, CA	1774 LaJolla Rancho Road LaJolla, CA
Alvin L. Mentemeler	Vice President	25 Broad Street New York, NY	23 Plymouth Road Westfield, NJ
Robert T.P. Metcalf	Vice President	100 Federal Street Boston, MA	West Beach Hill Beverly Farms, MA
Lewis Milkey	Vice President	140 Broadway New York, NY	11 Clifdon Drive Simsbury, CT
Terry L. Mills	Vice President	2000 Houston Natural Gas Building Houston, TX	106 Planatation Houston, TX
Wilfred E. Montminy	Vice President	1 Landmark Square Stamford, CT	20 Langer Lane Wilton, CT
Angus T. Morrison	Vice President	4545 IDS Center Minneapolis, MN	2470 Cedar Point Drive Wayzata, MN
Joseph R. Muglia	Vice President	110 West A Street San Diego, CA	2851 Caminito Merion LaJolla, CA
Thomas Nash	Vice President	100 Federal Street Boston, MA	118 W Havilland Lane Stamford, CT
John F. O'Brien	Vice President	140 Broadway New York, NY	91 Stewart Road Short Hills, NJ
Richard O'Brien	Vice President	201 N Charles Street Baltimore, MD	2328 Sheppard Road Monkton, MD

A. Theodore Palatucci	Senior Vice President	1221 Ave of the Amer New York, NY	152 Maple Street Summit, NJ
William K. Palmer III	Vice President	Yavapi Savnings Bldg. Sedona, Arizona	P.O. Box 3621 W. Sedona, Arizona
Kenneth A. Paterson	Vice President	1221 Ave of the Amer New York, NY	500 E 85 Street New York, NY
Charles T. Peterson	Vice President	140 Broadway New York, NY	Scarborough Manor Scarborough, NY
Herald S. Piper	Vice President	620 Newport Center Dr. Newport Beach, CA	4507 Sugarhill Drive Rolling Hills Estates, CA
Michael Quarto	Vice President	3 Girard Plaza Philadelphia, PA	
John P. Rafter	Controller	140 Broadway New York, NY	181 Grove Street Ramsey, NJ
Thomas W. Randall	Vice President		
James B. Raphalian	Vice President	140 Broadway New York, NY	143 Pittsfordway New Providence, NJ
Pat Regan	Vice President	140 Broadway New York, NY	141-68 85 Road Jamaica, NY
Milton E. Refner	Vice President	555 California St San Francisco, CA	635 Bridgewater Circle Danville, CA
Ivers Riley	Vice President	140 Broadway New York, NY	561 Valley Road Watchung, NJ

David L. Rosenau	Senior Vice President	1221 Ave of the Amer New York, NY	28 Cavalry Road Westport, CT
Richard A. Ross	Vice President	100 Federal Street Boston, MA	144 Mt. Vernon Street Boston, MA
Robert Rosso	Vice President	1221 Ave of the Amer New York, NY	65 Andrew Road Manhasset, NY
William Russell	Vice President	1200 Milam Houston, TX	9820 Memorial Drive Houston, TX
William F. Sadowski	Senior Vice President	1221 Ave of the Amer New York, NY	29 Wilford Road Branford, CT
Benjamin F. Sanford	Vice President	9750 Wilshire Beverly Hills, CA	243 S. Roxbury Drive Beverly Hills, CA
Joergen H.K. Schade	Vice President	1200 Washington Bldg Seattle, WA	16915 NE 26 Place Bellevue, WA
Francis P. Sears, Jr.	Vice President	100 Federal Street Boston, MA	25 Gardner Street Hamilton, MA
Timothy J. Sennatt	Vice President	700 S. Flower Street Los Angeles, CA	901 Tenth Street Santa Monica, CA
Charles J. Sequi	Vice President	100 Garden City Plaza Garden City, NY	92 East Shore Road Huntington, NY
Francis F.R. Shaughnessy	Vice President	140 Broadway New York, NY	43-27 159 Street Flushing, NY
John F. Shepard	Vice President	Mechanics Tower Worcester Center Worcester, MA	618 Fountain Head Westboro, MA
Robert Shomaker	Vice President	140 Broadway New York, NY	525 Woodland Avenue Westfield, NJ
Daniel Skelton	Vice President	140 Broadway New York, NY	150 Carlough Road Upper Saddle River, NJ

Anthony Sorrentino	Vice President	140 Broadway New York, NY	163-19 86 Street Howard Beach, NY
Robert M. Stewart	Senior Vice President	525 William Penn Place Pittsburgh, PA	610 The Mounds Monongahela, PA
Morgan S. Stoltz	Vice President	925 L Street Sacramento, CA	254 Selby Ranch Road #1 Sacramento, CA
Jean S. Suits, Jr.	Vice President	6265 E 2 Street Long Beach, CA	8 Rippling Stream Irvine, CA
Richard A. Suppiger	Vice President	140 Broadway New York, NY	47-07 167 Street Flushing, NY
Edmund C. Switzer	Vice President	25 Broad Street New York, NY	46 Twixt Hills Road St. James, NY
James W. Sykes	Vice President	140 Broadway New York, NY	401 E 74 Street New York, NY
D. Christopher Taylor	Vice President	140 Broadway New York, NY	158 Zaccheus Mead Lane Greenwich, CT
Michael A. Taylor	Senior Vice President	140 Broadway New York, NY	315 E 72 Street New York, NY
Jeffrey A. Teichman	Vice President	1221 Ave of the Amer New York, NY	1683 53 Street Brooklyn, NY
Donald Terlip	Vice President	208 S LaSalle Street Chicago, Illinois	27 W 641 North Lane Naperville, IL
Charles E. Timo	Vice President	140 Broadway New York, NY	14 Georgia Street No. Valley Stream, New York, NY

Joseph M. Triolo	Vice President	100 Wood Avenue Iselin, NJ	22 Birch Drive Basking Ridge, NJ
Leonard A. Turner	Vice President	140 Broadway New York, NY	2055 Center Avenue Ft. Lee, NJ
William P. Urig	Vice President	25 Broad Street New York, NY	78 Pickwick Road Manhasset, NY
Paul W. Utley	Vice President	1201 Elm Street Dallas, TX	3756 Waldorf Dallas, TX
O. Ray Vass	Vice President	120 Broadway New York, NY	27 Pine Grove Avenue Summit, NJ
George H. Wallin	Vice President	251 Royal Palm Way Palm Beach, FL	633 Elm Tree Lane Boca Raton, FL
Phillip D. Wirtenberg	Vice President	140 Broadway New York, NY	2685 Rachael Street Bellmore, NY
Arthur R. Young	Vice President	140 Broadway New York, NY	1 Turner Drive Greenwich, CT
Michael P. Goodbody	Vice President	140 Broadway New York, New York	

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Paine, Webber, Jackson & Curtis Incorporated

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

Paine, Webber, Jackson & Curtis Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is

111 West Minister Street, Providence, R.I. 02903

and the name of its registered agent in Rhode Island at such address is

Joseph E. Adelson

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

Wilmington, Delaware

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Security Brokers & Dealers

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
Schedule	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100	Common	80	\$1.00

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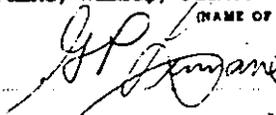
EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common		\$1.

Dated August 3, 1980

Paine, Webber, Jackson & Curtis Incorporated
(NAME OF CORPORATION)

By



its V.P. & Asst. Treasurer

<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
David G. Bartram	Senior Vice President Director	140 Broadway New York, New York	97 Doubling Road Greenwich, CT 06830
John Beebe	Senior Vice President Director	140 Broadway New York, New York	Royastone Lane Oyster Bay Cove, New York
Orest E. Bliss	Senior Vice President Director	140 Broadway New York, New York	200 E 66th Street New York, New York 10021
Eugene R. Brennan	Senior Vice President Director	140 Broadway New York, New York	79 Oxford Blvd. Garden City, New York
Donald E. Brown	Senior Vice President Director	25 Broad Street New York, New York	33 Drake Road Summerset, New Jersey 08873
John P. Curley, Jr.	President Director	140 Broadway New York, New York	23 Stillman Lane Pleasantville, New York 10570
James W. Davant	Chairman of the Board Director	140 Broadway New York, New York	Horseshoe Road, Box 185 Mill Neck, New York 11765
Edward P. Dugan	Senior Vice President Director	140 Broadway New York, New York	Mc. Harmony Road Bernardsville, New Jersey
Robert C. Dunwoody	Senior Vice President Director	140 Broadway New York, New York	Spruce Knolls Short Hills, New Jersey 07078
H. Russell Fraser	Senior Vice President Director	140 Broadway New York, New York	6016 Cricket Road Flourtown, PA 19031
William F. Fuller	Senior Vice President Director	140 Broadway New York, New York	15 Beach Drive Norton, CT 06820
George P. Gardner, Jr.	Senior Vice President Director	100 Federal Street Boston, Mass	130 Warren Street Brookline, Mass 02146
Theodore M. Johnson	Senior Vice President Director	815 Connecticut Ave, Washington, D.C.	N.W. 4125 52 N.W. Washington, D.C. 20006

/ Michael J. Johnston	Director	One Battery Park Plaza	One Highland Drive
		New York, New York	Summit, New Jersey 07901
/ Richard Kaufman	Senior Vice President	140 Broadway	46 Hill Brook Road
	Director	New York, New York	Stamford, CT 06902
/ Martin LaBouffiller	Chairman of the Executive Committee	140 Broadway	1165 Fifth Avenue
	Director	New York, New York	New York, New York 10029
/ Andrew J. McDonald	Senior Vice President	100 Federal Street	5 Stonehill Drive
	Director	Boston, Mass	Stoneham, Mass 02180
/ Donald B. Marron	Chief Executive Officer	140 Broadway	791 Park Avenue
	Director	New York, New York	New York, New York 10028
/ Sam S. Miller	Senior Vice President, Director	140 Broadway	510 E 86 Street, Apt 7A
	General Counsel, Secretary	New York, New York	New York, New York 10027
/ Donald E. Mickelson	Senior Vice President	555 S. Flower Street	503 Dartmouth Place
	Director	Los Angeles, California	Flintridge, California
/ Edward W. Nieniec	Executive Vice President	25 Broad Street	542 Dorchester Drive
	Director	New York, New York	River Vale, New Jersey 076
/ Alexander R. Piper III	Senior Vice President	140 Broadway	135 E 74 Street
	Director	New York, New York	New York, New York
/ Robert D. Punch	Senior Vice President	251 Royal Palm Way	4475 No. Ocean Blvd.
	Director	Palm Beach, Florida	Del Ray Beach, Florida
Jack L. Rivkin	Senior Vice President	140 Broadway	25 Perry Street
	Chief Financial Officer	New York, New York	New York, NY 10014
/ Edward P. Saville	Senior Vice President	20 E. Broad Street	3506 Avignon Place
	Director	Columbus, Ohio	Columbus, Ohio 43221
/ James R. Schmidt	Executive Vice President	208 S. LaSalle Street	345 Willow Road
	Director	Chicago, Illinois	Winneka, Illinois 60093
/ Richard P. Shelton	Senior Vice President	Bank of America CT	250 Sea Cliff Avenue
	Director	44th Floor, 555 Calif. Street, San Francisco California	San Francisco, California

MEMBER OF THE EXECUTIVE COMMITTEE

W. Stevens Sheppard

Senior Vice President
Director

140 Broadway
New York, New York

Box 215, 405 Sasco Hill Rd
Southport, CT 06490

Donald W. Stacey

Senior Vice President
Director

100 Federal Street
Boston, Mass

205 Hale Street
Beverly, Mass 01915

Joseph W. Sullivan III

Executive Vice President
Director

Alfred C. Turrist

Senior Vice President
Director

140 Broadway
New York, New York

441 Manchester Way
Wyckoff, New Jersey 07481

*Alan T. Wenzell

Executive Vice President
Director

140 Broadway
New York, New York

1170 Fifth Avenue
New York, New York 10029

MEMBER OF THE EXECUTIVE COMMITTEE

CORPORATE OFFICERS

Thomas H. Adams, Jr.	Vice President	100 Federal St. Boston, Mass.	133 Dartmouth St. West Newton, Mass. 92165
William G. Ahl	Vice President	Ten Main Center Kansas City, MO	4509 W. 82nd St. Prairie Village, KN 66208
Walter M. Alkman	Senior Vice President	100 Federal St. Boston, Mass.	22 Fayerweather St. Cambridge, Mass. 02138
Robert H. Aldrich	Senior Vice President	140 Broadway New York, NY	6 Indiana Spring Rd. Rowayton, CT 06853
McIndoe Alexander	Vice President	N 100 First Natl. Bank Building St. Paul, Minn.	8243 W. Wood Hills Curve St. Louis Pk., MN 55426
Alan R. Altura	Senior Vice President	140 Broadway New York, NY	
Michael A. Ambrosini	Vice President	140 Broadway New York, NY	4 Kristoffersen Court Suffern, NY 10901
Charles O. Ames	Vice President	200 Park Ave. New York, NY	8 Wawapek Road Gold Spring Harbor, NY
Samuel T. Arnold, Jr.	Vice President	195 Nassau St. Princeton, NJ	8 E. Acres Drive Pennington, NJ 08534
Richard E. Ascher	Vice President	One McDonald's Dr. Oakbrook, Ill.	171 Twin Oaks Drive Elmhurst, Ill. 60126
Walter E. Auch, Jr.	Vice President	140 Broadway New York, NY	89 Summit Road Riverside, Conn.
Donald J. Baier	Vice President	1221 Ave. of Amer. New York, NY	37 Pltcairn Drive Roseland, NJ 07068
Stephen D. Baksa	Vice President	140 Broadway New York, NY	89 Summit Road Riverside, Conn.

C. Jordan Ball, Jr.	Vice President	830 E. Main St. Richmond, VA	8918 Norwick Road Richmond, VA 23229
Harold T. Barrett	Vice President	3340 Peachtree Rd. NE Atlanta, Georgia	70 N. Muscogee Ave., NW Atlanta, Georgia 30305
David A. Barry	Vice President	100 Federal St. Boston, Mass.	10 Triphammer Road Hingham, Mass. 02043
Dwight C. Baum	Vice President	700 S. Flower St. Los Angeles, CA	1011 Oak Grove Ave. San Marino, CA 91108
Albert H. Benzinger	Vice President	2029 Century Pk. E. Suite 2950 Los Angeles, CA 90067 (Century City)	119 Surrey Lane Lincolnshire, Ill. 60015
Nell C. Bicknell	Vice President	140 Broadway New York, NY	1025 Fifth Avenue New York, NY 10018
H. Duane Billmeyer, Jr.	Vice President	2401 W. Big Beaver Rd. Troy, Michigan	2910 Woodland Court Royal Oak, MI 48073
Norman G. Bloom	Vice President	3 Gateway Center Pittsburgh, PA	914 Bellefonte St. Pittsburgh, PA 15235
Myron H. Bond	Vice President	200 Rep Natl Bank Tower Dallas, TX 75201	4536 Belfort Ave. Dallas, TX 75205
Warren R. Boos	Vice President	2401 W. Big Beaver Rd. Troy, Michigan	4800 Willow Lane Orchard Lake, MI 49033
Robert H. Bothner	Vice President	700 S. Flower St. Los Angeles, CA 90017	5040 Palos Verdes Dr. N. Rancho Palos Verdes, CA 90274
Granville H. Bourne, Jr.	Vice President	140 Broadway New York, NY	134 Forest Avenue Glen Ridge, NJ 07028
Richard P. Bowman	Vice President	555 California St. San Francisco, CA	820 Eucalyptus Road Hillsborough, CA

Stephen W. Bradley	Vice President	140 Broadway New York, NY	126 Chestnut Street Engelwood, NJ 07631
Richard A. Bruno	Vice President	140 Broadway New York, NY	234 Carrlson Ave. Island Park, NY 11558
Edward J. Burke	Vice President	555 California St. San Francisco, CA 94104	80 Altura Way Greenbrae, CA 94904
John J. Burke, Jr.	Vice President	1021 Euclid Ave. Cleveland, OH	1791 Donna Drive Westlake, OH 44145
William D. Byrne, Jr.	Vice President	1221 Ave. of the Amer. New York, NY 10020	370 Spring Ave. Ridgewood, NJ 07450
Clarence G. Caffrey	Senior Vice President	140 Broadway New York, NY	28 Hidden Glen Road Upper Saddle River, NJ 07458
John G. Capps, Jr.	Vice President	208 S. LaSalle St. Chicago, Ill.	9235 Greenwood Munster, Indiana 46321
Joseph A. Cerbone	Vice President	555 S. Flower St. Los Angeles, CA	500 W. Middlefield Rd. Mountain View, CA
Carolyn J. Cole	Vice President	1 Battery Pk. Plaza New York, NY	197 Amity Street Brooklyn, NY 11201
David S. Collins	Vice President	100 Federal St. Boston, Mass.	30 Old Farm Road Dover, Mass. 02030
Richard F. Corrington	Vice President	14 W. Kirk Ave. Roanoke, VA	Box 33C, Route 1 Lexington, VA 24450
Alfred J. Coyle	Senior Vice President	140 Broadway New York, NY	165 E. 66 St., Apt. 12B New York, NY 10021
Charles W. Daggs	Vice President	555 California St. San Francisco, CA 92101	1070 Martino Road Lafayette, CA 94549

James F. Dalton	Senior Vice President	140 Broadway New York, NY	3330 N. Lake Shore Dr., Unit 4C Chicago, Ill. 60657
Peter N. Dana	Vice President	100 Federal St. Boston, Mass.	51 Forest Street Manchester, Mass. 01944
Robert J. Davis	Senior Vice President	140 Broadway New York, NY	84 Woodmont Drive Woodcliff Lake, NJ
Edwin W. Dean	Senior Vice President	140 Broadway New York, NY	170 E. 78th Street New York, NY 10021
James J. Delaney	Vice President	25 Broad St. New York, NY	1036 Lakeside Place Baldwin, NY 11510
Donald D. Dest	Vice President	195 Church St. New Haven, CT 06510	Harbour Village Branford, CT 06405
Raymond Dillon	Vice President	1210 4th Natl. Bank Building Tulsa, OK 74119	200 Center Plaza #1427 Tulsa, OK 74119
John E. Eckelberry	Vice President	140 Broadway New York, NY	1936 Midland Syosset, NY
Ashton G. Eldredge, Jr.	Vice President	140 Broadway New York, NY	1630 2nd Ave. New York, NY 10028
Paul Elvidge	Vice President	25 Broad St. New York, NY	449 Wastena Terrace Ridgewood, NJ
John L. Engels	Senior Vice President	140 Broadway New York, NY	
Frederick C. Ermel	Senior Vice President	140 Broadway New York, NY	309 Greenway Road Ridgewood, NJ 07450
Albert P. Everts, Jr.	Vice President	100 Federal St. Boston, Mass.	74 Webster Rd. Weston, Mass. 02193

Joseph D. Fashano	Assistant Secretary	1221 Ave. of the Amer. New York, NY 10020	699 Bucktail Ct. Bushkill, PA
Miguel A. Ferrer	Vice President	Chase Man. Bank Bldg., Hato Rey San Juan, PR 00918	Condominio Las Carmelitas Penthouse "G" Ave. San Jorge-Esq. San Mateo Santurce, PR 00912
Harry A. Fischer, Jr.	Senior Vice President	208 S. LaSalle St. Chicago, Ill.	515 Voltz Road Northbrook, Ill. 60062
Patricia A. Flynn	Vice President	25 Broad Street New York, NY	15 W. 72 St., Apt. 3E New York, NY 10023
Richard C. Forbes	Vice President	400 Esplanade Dr. Ventura County, CA	7823 Marin Lane Ventura, CA 93003
Isadore Friedman	Vice President	1221 Ave. of the Amer. New York, NY 10020	220 E. 72nd St. Apt. 28D New York, NY 10021
Michael H. Fusco	Vice President	700 South Flower St. Los Angeles, CA 90017	2532 Via Anita Palos Verdes, CA 90274
David R. Gantis	Vice President		
F. Jack Gary	Vice President	251 Royal Palm Way Palm Beach, Fla.	909 Country Club Dr. No. Palm Beach, Fla. 33408
Samuel A. Gay	Senior Vice President	140 Broadway New York, NY	54 Colony Road Westport, CT
Herbert Z. Geiger	Tres.-Vice President	25 Broad St. New York, NY	117 Oak Trail Rd. Hillsdale, NJ 07642
Juane V. Gels	Vice President	1200 Milam Houston, TX	522 Shadywood Houston, TX 77027

Harry R. Gessner	Vice President	Marine Plaza Milwaukee, Wisc.	2415 N. 83 Street Wauwatosa, Wisc. 53213
H. Neil Gilman, Jr.	Vice President	140 Broadway New York, NY	16 Crown Terrace Morrisville, PA
John C. Glidden, Jr.	Vice President	25 Broad St. New York, NY	164 E. Hamilton Ave. Englewood, NJ
J. Robert Green	Vice President	1 Vandenberg Center Grand Rapids, Mich.	2539 Indian Trail SE Grand Rapids, Michigan
William S. Green	Vice President	100 Federal Street Boston, Mass.	4249 Dukes Road, NW Atlanta, Georgia 30342
Paul Guenther	Vice President	140 Broadway New York, NY	353 Hillcrest Road Ridgewood, NJ 07450
Joseph W. Hammer	Vice President	140 Broadway New York, NY	427 E. 85th Street New York, NY
John C. Hansen	Senior Vice President	140 Broadway New York, NY	202 Berkeley Place Brooklyn, NY 11217
David A. Harris	Vice President	Training Center Stamford, CT	26 Strawberry Hill Ave. Stamford, CT 06902
Dorothy F. Haughey	Assistant Secretary	140 Broadway New York, NY	2363 S. Grand Ave., #9A-1 Baldwin, NY 11510
Robert B. Hecker	Vice President	120 S. Central Ave. St. Louis, MO 63105	1503 Amisk Court Chesterfield, MO 63017
John W. Henning	Vice President	1815 Commerce Tower 911 Main Street Kansas City, MS 64105	5401 W. 86th St. Shawnee Mission, KS 66207
George W. Hester	Vice President	1221 Ave. of the Amer. New York, NY 10020	45 E. Madison Ave. Florham Park, NJ 07932

William J. Hibbard	Vice President	100 Federal Street Boston, Mass.	16 Baldwin Street Reading, Mass. 01867
William J. Hobbs	Vice President	1221 Ave. of the Amer. New York, NY 10020	2126 Decker Avenue Merrick, NY 11566
Theodor Hochman	Vice President	25 Broad Street New York, NY	146 LaGuardia Ave. Staten Island, NY 10314
Thomas P. Holland	Vice President	1801 E. 9th St. Cleveland, OH 44114	Imperial House Apartments 11900 Edgewater Dr.- Apt. 1305 Lakewood, OH 44107
Robert H. Holmes	Vice President	1221 Ave. of the Amer. New York, NY 10020	399 W. Fullerton Pkwy Chicago, IL 60614
Phillip Huber	Vice President	1110 Brickell Ave. Miami, Fla.	1451 N.E. 102 Street Miami Shores, Fla.
Sheldon Isaacs	Vice President	140 Broadway New York, NY	
Andrew J. Jennings	Vice President	555 California St. San Francisco, CA	1326 Clinton Avenue Alameda, CA 94501
James B. Kaiser	Vice President	4545 IDS Center Minneapolis, MN	27 E Oaks Road North Oaks, MN 55110
Arthur F. Kalbhenn	Vice President	4 Penn Center Plaza Philadelphia, PA	Galloway Farm Richboro, PA 18954
Richard M. Karoff	Vice President	100 Federal Street Boston, MA	249 W Newton Street Boston, MA 92116
Martin S. Katz	Vice President	25 Broad Street New York, NY	5 Yukon Terrace Morganville, NJ 07751
Arthur G. Kearney	Vice President	140 Broadway New York, NY	4 Wilshire Drive Syosset, NY 11791

Robert A. Kelm	Vice President	702 1st Natl Bank Bldg. Erie, PA	4422 Upland Drive Erie, PA 16509
William F. Kennedy	Vice President	1221 Ave. of the Amer. New York, NY 10020	250 Phelps Road Ridgewood, NJ 07451
James D. Klein	Vice President	555 California St. San Francisco, CA	175 Bella Vista Drive Hillsborough, CA 94010
Jep Knox	Vice President	N 100 1st Natl Bank Bld St. Paul, MN 55116	1797 Colvin Ave. St. Paul, MN 55116
Charles H. Kouyoumjian	Vice President	100 Federal Street Boston, Mass.	16 Greenridge Road Weston, Mass. 02193
Steven C. Kraus	Vice President	425 Park Avenue New York, NY	5 Peter Jay Lane Rye, NY 10580
Robert A. Krysa	Vice President	555 S Flower St. Los Angeles, CA	17337 Tramonto Drive Pacific Palisades, CA 90272
Lawrence A. Kudlow	Vice President	1 Battery Park Plaza New York, NY	114 E. 90th St. New York, NY 10028
John S. Lampe	Vice President	140 Broadway New York, NY	240 Park Road Franklin Lakes, NJ
William A. LaVallee	Vice President	16661 Ventura Blvd. Enclino, CA	640 Ocampo Drive Pacific Palisades, CA
Eugene F. Lawlor	Vice President	799 Main Street Hartford, CT	577 Hartford Turnpike Hamden, CT 06517
James G. Leonard	Vice President	140 Broadway New York, NY	79 Laurel Crest Road Madison, CT 06443
Harvey L'Hommedieu	Vice President	200 Park Avenue New York, NY	936 Esplanade Pelham Manor, NY 10803

Gerald P. Linnane	Vice President	140 Broadway New York, NY	164-12 Willets Pt. Blvd. Whitestone, NY 11357
Timothy E. Longworth	Assistant Treasurer		
	Vice President	25 Broad Street New York, NY	771 W. Saddle River Rd. Ho-Ho-Kus, NJ
Paul A. Lynch	Vice President	4545 IDS Center Minneapolis, MN	4520 Avondale Road Golden Valley, MN 55416
Francis X. McElroy	Vice President	140 Broadway New York, NY	40 Knollwood Road Rockville Centre, NY 11521
John A. McGlynn	Vice President	25 Broad Street New York, NY	59 89th Street Brooklyn, NY 11209
James P. MacGillivray	Vice President	140 Broadway New York, NY	27 Ocean Wall West Gilgo Beach, NY
Charles M. Magrow	Vice President	140 Broadway New York, NY	6 Third Street Brooklyn, NY 11231
Peter C. Mangone	Vice President	208 S LaSalle St. Chicago, Ill.	1928 Chestnut Avenue Wilmette, Ill. 60091
Robert J. Manta	Vice President	140 Broadway New York, NY	15 Vernon Avenue East Norwich, NY
Robert J. Mattis	Vice President	140 Broadway New York, NY	286 Woodfield Road Washington TWP, NJ 07675
Ward L. Mauck	Assistant Secretary	140 Broadway New York, NY	55 West End Ave. New York, NY 10028
Annrita B. Mayer	Assistant Treasurer	140 Broadway New York, NY	1675 York Ave., Apt 10-A New York, NY 10028
Donald R. Mayne	Vice President	7979 Ivanhoe Ave. La Jolla, CA 92037	1774 La Jolla Rancho Rd. La Jolla, CA 92037

Robert C. McIver	Vice President	1221 Ave. of the Amer. New York, NY 10020	139 E. 63rd St. New York, NY 10021
Alvin L. Mentemeier	Vice President	25 Broad Street New York, NY	23 Plymouth Road Westfield, NJ 07090
Robert T. P. Metcalf	Vice President	100 Federal St. Boston, Mass.	West Beach Hill Beverly Farms, Mass.
Lewis Milkey	Vice President	140 Broadway New York, NY	
Charles Milligan	Vice President	140 Broadway New York, NY	
Terry L. Mills	Vice President	2000 Houston Natural Gas Building Houston, TX 77002	106 Plantation Houston, TX 77024
Angus T. Morrison	Vice President	4545 IDS Center Minneapolis, MN	2470 Cedar Point Drive Wayzata, MN
Joseph R. Muglia	Vice President	110 West A St. San Diego, CA	2851 Caminito Merlon La Jolla, CA
Jeremiah A. Mullins	Vice President	1221 Ave. of the Amer. New York, NY 10020	77 Standish Road Hillsdale, NJ 07642
Thomas C. Mulry	Vice President	140 Broadway New York, NY	Lattingtown Road Locust Valley, NY 11560
Thomas Nash	Vice President	100 Federal St. Boston, Mass.	118 W Havilland Lane Stamford, CT 06903
John F. O'Brien	Vice President	140 Broadway New York, NY	91 Stewart Road Short Hills, NJ 07087
Richard O'Brien	Vice President	201 N Charles St. Baltimore, MD 21201	2328 Sheppard Road Monkton, MD 21111

George A. Owens	Vice President	1 Federal Plaza Boston, Mass. 02110	103 Sherburn Circle Weston, Mass. 02193
A. Theodore Palatucci	Senior Vice President	1221 Ave. of the Amer. New York, NY 10020	152 Maple Street Summit, NJ 07901
William K. Palmer III	Vice President	Yavapai Savings BLDG. Sedona, Arizona	P. O. Box 3621 W. Sedona, Arizona 86340
Kenneth A. Paterson	Vice President	1221 Ave. of the Amer. New York, NY 10020	500 E. 85th St. New York, NY 10028
George W. Peck	Vice President	3 Girard Plaza Philadelphia, PA 92260	245 E. Main St. Morrestown, NJ 08057
Thomas J. Pendergrast	Vice President	3340 Peachtree Rd., NE Atlanta, Georgia	4986 Roswell Rd., NE Marietta, Georgia
John F. Perkowski	Vice President	140 Broadway New York, NY	P.O. Box 264 White House, NJ 08888
Charles T. Peterson	Vice President	140 Broadway New York, NY	Scarborough Manor Scarborough, NY 10510
John J. Preotle	Vice President	140 Broadway New York, NY	112 Dellwood Road Bronxville, NY
John P. Rafter	Controller	140 Broadway New York, NY	181 Grove Street Ramsey, NJ 07446
James B. Raphaelian	Vice President	140 Broadway New York, NY	143 Pittsfordsway New Providence, NJ
Milton E. Reiner	Vice President	555 California St. San Francisco, CA 94104	635 Bridgewater Circle Danville, CA 94526
Edward B. Rhea, Jr.	Vice President	208 S. LaSalle St. Chicago, Ill.	1829 Palm Drive Mt. Prospect, Ill. 60065

Ivers Riley	Vice President	140 Broadway New York, NY	
George H. Riordan	Vice President	140 Broadway New York, NY	Quoque Street Quoque, NY 11959
Thomas D. Rogers	Vice President	861 Broad Street Bridgeport, CT 06604	28 Forest Court, S Hamden, CT 06514
David L. Rosenau	Senior Vice President	1221 Ave. of the Amer. New York, NY 10020	28 Cavalry Road Westport, CT 06880
Richard A. Ross	Vice President	100 Federal Street Boston, Mass.	144 Mt. Vernon St. Boston, Mass.
Robert Rosso	Vice President	1221 Ave. of the Amer. New York, NY 10020	65 Andrew Road Manhasset, NY 11030
William F. Sadowski	Senior Vice President	1221 Ave. of the Amer. New York, NY 10020	29 Wilford Road Branford, CT 06405
Benjamin F. Sanford	Vice President	9750 Wilshire Beverly Hills, CA	243 S. Roxbury Drive Beverly Hills, CA
Joergen H. K. Schade	Vice President	1200 Washington Bldg. Seattle, Wash. 98101	16915 NE 26th Place Bellevue, Wash. 98008
Francis P. Sears, Jr.	Vice President	100 Federal Street Boston, Mass.	25 Gardner Street "amilton, Mass. 01936
Timothy J. Sennatt	Vice President	700 S Flower St. Los Angeles, CA 90017	901 Tenth St. Santa Monica, CA 90403
Charles J. Sequi	Vice President	100 Garden City Plaza Garden City, NY	92 East Shore Road Huntington, NY 11743
Daniel Skelton	Vice President	140 Broadway New York, NY	

Miles A. Slater	Senior Vice President	1221 Ave. of the Amer. New York, NY 10020	RR #1, Box 301 Pound Ridge, NY 10576
Bernard J. Sledzik	Vice President	201 N. Charles St. Baltimore, MD 21201	1507 Cranwell Road Lutherville, MD 21093
William P. Slusser	Senior Vice President	140 Broadway New York, NY	1170 Fifth Ave. New York, NY 11029
William B. Smith	Senior Vice President	140 Broadway New York, NY	617 Embree Court Westfield, NJ
Thomas G. Southworth	Vice President	565 E. Ocean Blvd. Long Beach/ CA 90802	1705 Coral Place Seal Beach, CA 90740
James F. Steele	Vice President	717 17th Street Denver, Colo. 80202	30982 Clubhouse Lane Hiwan County Club Evergreen, Colo. 80439
Robert M. Stewart	Senior Vice President	525 William Penn Place Pittsburgh, PA 15219	610 The Mounds Monongahela, PA 15063
William F. Stiles	Vice President	140 Broadway New York, NY	201 E. 77th St. New York, NY 10021
Paul Stoeffel	Senior Vice President	1201 Elm Street Dallas, TX	5311 Kelsey Dallas, TX 75229
Morgan S. Stoltz	Vice President	925 L Street Sacramento, CA	254 Selby Ranch Rd. #1 Sacramento, CA 95825
Jean S. Suits, Jr.	Vice President	6265 E. 2nd Street Long Beach, CA	8 Rippling Stream Irvine, CA 92715
Richard A. Suppliger	Vice President	140 Broadway New York, NY	47-07 167 Street Flushing, NY
Edmund C. Switzer	Vice President	25 Broad Street New York, NY	46 Twixt Hills Road St. James, NY 11780

James W. Sykes	Vice President	140 Broadway New York, NY	401 E. 74th Street New York, NY 10021
Michael A. Taylor	Senior Vice President	140 Broadway New York, NY	315 E. 72 St., Apt. 4H New York, NY 10021
Jeffrey A. Telchman	Vice President	1221 Ave. of the Amer. New York, NY 10020	1683 53rd Street Brooklyn, NY 11204
Joe B. Thompson	Vice President	1201 Elm Street Dallas, TX	5952 Club Oak Circle Dallas, TX 75248
Charles E. Timo	Vice President	140 Broadway New York, NY	14 Georgia St No. Valley Stream, NY, NY 11580
Joseph M. Trilolo	Vice President	100 Wood Avenue Iselin, NJ 08830	22 Birch Drive Basking Ridge, NJ 07920
Leonard A. Turner	Vice President	140 Broadway New York, NY	2055 Center Avenue Ft. Lee, NJ
Webb Turner	Senior Vice President	140 Broadway New York, NY	43 W. 98th Street New York, NY
William P. Urig	Vice President	25 Broad Street New York, NY	78 Pickwick Road Manhasset, NY 11030
Paul W. Utley	Vice President	1201 Elm Street Dallas, TX	3756 Waldorf Dallas, TX 75229
O. Ray Vass	Vice President	25 Broad Street New York, NY	27 Pine Grove Avenue Summit, NJ 07901
William F. Whitman, Jr.	Vice President	140 Broadway New York, NY	
Robert M. Wigod	Vice President	140 Broadway New York, NY	1075 Park Avenue New York, NY 10028

Phillip D. Wirtenberg Vice President

140 Broadway
New York, NY

Robert M. Wohlforth Vice President

140 Broadway
New York, NY

17 Everett Road
Demarest, NJ

Arthur R. Young Vice President

140 Broadway
New York, NY

1 Turner Drive
Greenwich, CT

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Paine, Webber, Jackson & Curtis Incorporated

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is
Paine, Webber, Jackson & Curtis Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is
111 Westminster St., Providence, R.I. 02903
and the name of its registered agent in Rhode Island at such address is
Joseph E. Adelson

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is
Wilmington, Delaware

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is
Security Brokers & Dealers

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
Schedule	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100	Common	10	\$1.00

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<u>NAME</u>	<u>TITLE</u>	<u>BRANCH OFFICE</u>	<u>RESIDENCE</u>
*Walter E. Auch, Sr.	Executive Vice President Director	140 Broadway New York, New York	92 Husted Lane Greenwich, CT 06830
David G. Bartram	Senior Vice President Director	140 Broadway New York, New York	97 Doubling Road Greenwich, CT 06830
John Beebe	Senior Vice President Director	140 Broadway New York, New York	Roystone Lane Oyster Bay Cove, New York
Orest E. Bliss	Senior Vice President Director	140 Broadway New York, New York	200 E 66th Street New York, New York 10021
Eugene R. Brennan	Senior Vice President Director	140 Broadway New York, New York	79 Oxford Blvd. Garden City, New York
Donald E. Brown	Senior Vice President Director	25 Broad Street New York, New York	33 Drake Road Summerset, New Jersey 08871
*John F. Curley, Jr.	President Director	140 Broadway New York, New York	23 Stillman Lane Pleasantville, New York 10101
*James W. Davant	Chairman of the Board, Director, Chief Executive Officer	140 Broadway New York, New York	Horseshoe Road, Box 185 Mill Neck, New York 11765
Edward F. Dugan	Senior Vice President Director	140 Broadway New York, New York	Mt. Harmony Road Bernardsville, New Jersey
*Robert C. Dunwoody	Senior Vice President Director	140 Broadway New York, New York	Spruce Knolls Short Hills, New Jersey 07080
H. Russell Fraser	Senior Vice President Director	140 Broadway New York, New York	6016 Cricket Road Flourtown, PA 19031
William F. Fuller	Senior Vice President Director	140 Broadway New York, New York	15 Beach Drive Norton, CT 06820
George P. Gardner, Jr.	Senior Vice President Director	100 Federal Street Boston, Mass	130 Warren Street Brookline, Mass 02146
Theodore M. Johnson	Senior Vice President Director	815 Connecticut Ave, N.W. Washington, D.C.	4125 52 N.W. Washington, D.C. 20006

Michael J. Johnston	Director	One Battery Park Plaza New York, New York	One Highland Drive Summit, New Jersey 07901
Richard Kaufman	Senior Vice President Director	140 Broadway New York, New York	46 Mill Brook Road Stamford, CT 06902
*Martin LeBoutillier	Chairman of the Executive Committee Director	140 Broadway New York, New York	1165 Fifth Avenue New York, New York 10029
Andrew J. McDonald	Senior Vice President Director	100 Federal Street Boston, Mass	5 Stonehill Drive Stoneham, Mass 02180
*Donald B. Marron	Vice Chairman Director	140 Broadway New York, New York	791 Park Avenue New York, New York 10028
Sam S. Miller	Senior Vice President, General Counsel, Secretary	140 Broadway New York, New York	510 E 86 Street, Apt 7A New York, New York 10027
Donald E. Nickelson	Senior Vice President Director	555 S. Flower Street Los Angeles, California	503 Dartmouth Place Flintridge, California
*Edward W. Niemiec	Executive Vice President Director	25 Broad Street New York, New York	542 Dorechester Drive River Vale, New Jersey 07671
Alexander R. Piper III	Senior Vice President Director	140 Broadway New York, New York	135 E 74 Street New York, New York
Robert D. Punch	Senior Vice President Director	251 Royal Palm Way Palm Beach, Florida	4475 No. Ocean Blvd. Del Rey Beach, Florida
Robert L. Raclin	Senior Vice President Director	208 LaSalle Street Chicago, Illinois	1530 N. State Pkwy Apt #3 Chicago, Illinois 60610
Edward F. Saville	Senior Vice President Director	20 E. Broad Street Columbus, Ohio	3504 Avignon Place Columbus, Ohio 43221
James H. Schmidt	Senior Vice President Director	208 S. LaSalle Street Chicago, Illinois	345 Willow Road Winnetka, Illinois 60093
Richard F. Shelton	Senior Vice President Director	Bank of America CT 44th Floor, 555 Calif. Street, San Francisco California	250 Sea Cliff Avenue San Francisco, California

*MEMBER OF THE EXECUTIVE COMMITTEE

W. Stevens Sheppard	Senior Vice President Director	140 Broadway New York, New York	Box 215, 405 Sasco Hill Rd Southport, CT 06490
Donald W. Stacey	Senior Vice President Director	100 Federal Street Boston, Mass	205 Hale Street Beverly, Mass 01915
Joseph W. Sullivan III	Executive Vice President Director		
Alfred C. Turrisi	Senior Vice President Director	140 Broadway New York, New York	441 Manchester Way Wyckoff, New Jersey 07481
*Alan T. Wenzell	Executive Vice President Director	140 Broadway New York, New York	1170 Fifth Avenue New York, New York 10029

Thomas H. Adams, Jr.	Vice President	100 Federal Street Boston, Mass	133 Dartmouth Street West Newton, Mass 02165
William G. Ahl	Vice President	Ten Main Center Kansas City, Missouri	4509 West 82nd Street Prairie Village, Kansas 66208
Walter M. Aikman	Vice President	100 Federal Street Boston, Mass	22 Fayerweather Street Cambridge, Mass 02138
Robert H. Aldrich	Senior Vice President	140 Broadway New York, New York	6 Indian Spring Road Rowayton, CT 06853
McIndoe Alexander	Vice President	N. 100 First Natl Bank Building St. Paul, Minnesota	8243 Westwood Hills Curve St. Louis Park, MN 55426
Michael A. Ambrosini	Vice President	140 Broadway New York, New York	4 Kristoffersen Court Suffern, New York 10901
Charles O. Ames	Vice President	200 Park Avenue New York, New York	8 Wawapek Road Gold Spring Harbor, New York
Samuel T. Arnold, Jr.	Vice President	195 Nassau Street Princeton, New Jersey	8 East Acres Drive Pennington, NJ 08534
Richard E. Ascher	Vice President	One McDonald's Drive Oakbrook, Illinois	171 Twin Oaks Drive Elmhurst, Illinois 60126
Walter E. Auch, Jr.	Vice President	140 Broadway New York, New York	89 Summit Road, Riverside, Connecticut
Stephen D. Baksa	Vice President	140 Broadway New York, New York	1934 Inverness Drive Scotch Plains, New Jersey 0707
C. Jordan Ball, Jr.	Vice President	830 East Main Street Richmond, Virginia	8918 Norwick Road Richmond, Virginia 23229
Harold T. Barrett	Vice President	3340 Peachtree Rd.NE Atlanta, Georgia	70 N.Muscogee Ave.N.W. Atlanta, Georgia 30305
David A. Barry	Vice President	100 Federal Street Boston, Mass	10 Triphammer Road Hingham, Mass 02043
Marcus P. Beebe	Vice President	140 Broadway New York, New York	400 East 85th Street New York, NY 10028

Neil C. Bicknell	Vice President	140 Broadway New York, New York	1025 Fifth Avenue New York, NY 10018
H. Duane Billmeyer, Jr.	Vice President	2401 West Big Beaver Troy, Michigan	Rd2910 Woodland Court Royal Oak, Michigan 48073
Norman G. Bloom	Vice President	3 Gateway Center Pittsburgh, PA	914 Bellefonte Street Pittsburgh, PA 15235
Warren R. Boos	Vice President	2401 W. Big Beaver Rd. Troy, Michigan	4800 Willow Lane Orchard Lake, Michigan 49033
Granville H. Bourne, Jr.	Vice President	140 Broadway New York, New York	134 Forest Avenue Glen Ridge, NJ 07028
Richard P. Bowman	Vice President	555 California Street San Francisco, CA	820 Eucalyptus Road Hillsborough, CA
Stephen W. Bradley	Vice President	140 Broadway New York, New York	126 Chestnut Street Engelwood, NJ 07631
Richard A. Bruno	Vice President	140 Broadway New York, New York	234 Carrison Avenue Island Park, NY 11558
John J. Burke, Jr.	Vice President	1021 Euclid Avenue Cleveland, Ohio	1791 Donna Drive Westlake, Ohio 44145
Clarence G. Caffrey	Senior Vice President	140 Broadway New York, New York	28 Hidden Glen Road Upper Saddle River, NJ 07458
John G. Capps, Jr.	Vice President	208 S. LaSalle Street Chicago, Illinois	9235 Greenwood Munster, Indiana 46321
Joseph A. Carbone	Vice President	555 So. Flower Street Los Angeles, CA	500 W. Middlefield Road Mountain View, CA
Carolyn J. Cole	Vice President	1 Battery Park Plaza New York, New York	197 Amity Street Brooklyn, NY 11201
David S. Collins	Vice President	100 Federal Street Boston, Mass	30 Old Farm Road Dover, Mass 02030

Richard F. Corrington	Vice President	14 West Kirk Ave Roanoke, Virginia	Box 33 C, Route 1 Lexington, VA 24450
Alfred J. Coyle	Senior Vice President	140 Broadway New York, NY	165 E 66 Street, Apt 12B New York, NY 10021
James F. Dalton	Senior Vice President	140 Broadway New York, New York	3330 N Lake Shore Dr., Unit 4C Chicago, Illinois 60657
Peter N. Dana	Vice President	100 Federal Street Boston, Mass	51 Forest Street Manchester, Mass 01944
Robert J. Davis	Senior Vice President	140 Broadway New York, New York	84 Woodmont Drive Woodcliff Lake, NJ
Edwin W. Dean	Senior Vice President	140 Broadway New York, New York	170 E 78 Street New York, New York 10021
James J. Delaney	Vice President	25 Broad Street New York, New York	1036 Lakeside Place Baldwin, NY 11510
John E. Eckelberry	Vice President	140 Broadway New York, New York	1936 Midland Syosset, New York
Ashton G. Eldredge, Jr.	Vice President	140 Broadway New York, New York	1630 2nd Avenue New York, NY 10028
Paul Elvidge	Vice President	25 Broad Street New York, New York	449 Wastena Terrace Ridgewood, NJ
Frederick C. Ermel	Senior Vice President	140 Broadway New York, NY	309 Greenway Road Ridgewood, NJ 07450
B. Daniel Evans, Jr.	Vice President	140 Broadway New York, New York	Box 122 Cornwall Bridge, CT 06754
Albert P. Everts, Jr.	Vice President	100 Federal Street Boston, Mass	74 Webster Rd Weston, Mass 02193
Harry A. Fischer, Jr.	Senior Vice President	208 S. LaSalle St Chicago, Illinois	515 Voltz Road Northbrook, Illinois 60062

Patricia A. Flynn	Vice President	25 Broad Street New York, New York	15 West 72 Street, Apt 3E New York, NY 10023
Daniel J. Gallagher	Vice President	140 Broadway New York, New York	72 Twin Brooks Road Saddle River, New Jersey 07428
David R. Ganis	Vice President		
T. Jack Gary	Vice President	251 Royal Palm Way Palm Beach, Fla	909 Country Club Drive No. Palm Beach, Florida 33408
Samuel A. Gay	Senior Vice President	140 Broadway New York, New York	54 Colony Road Westport, CT
Herbert Z. Geiger	Treasurer Vice President	25 Broad Street New York, NY	117 Oak Trail Rd Hillsdale, NJ 07642
Duane V. Geis	Vice President	1200 Milam Houston, Texas	522 Shadywood Houston, Texas 77027
Harry R. Gessner	Vice President	Marine Plaza Milwaukee, Wisconsin	2415 N 83 Street Wauwatosa, Wisconsin 53213
H. Neil Gilman, Jr.	Vice President	140 Broadway New York, New York	16 Crown Terrace Morrisville, PA
John C. Glidden, Jr.	Vice President	25 Broad Street New York, NY	164 E. Hamilton Avenue Englewood, NJ
J. Robert Green	Vice President	1 Vandenberg Center Grand Rapids, Michigan	2539 Indian Trail SE Grand Rapids, Michigan
William S. Green	Vice President	100 Federal Street Boston, Mass	4249 Dykes Road N.W. Atlanta, Georgia 30342
Paul Guenther	Vice President	140 Broadway New York, New York	353 Hillcrest Road Ridgewood, NJ 07450
Martin R. Hakker	Vice President	25 Broad Street New York, New York	56 Oldfield Road Huntington, L.I., New York
Joseph W. Hammer	Vice President	140 Broadway New York, NY	427 East 85 Street NY, NY

John C. Hansen	Senior Vice President	140 Broadway New York, New York	202 Berkeley Place Brooklyn, New York 11217
David A. Harris	Vice President	Training Center Stamford Connecticut	26 Strawberry Hill Avenue Stamford, CT 06902
Dorothy F. Haughey	Assistant Secretary	140 Broadway New York, New York	2363 S. Grand Ave, Apt 9A-1 Baldwin, New York 11510
William J. Hibbard	Vice President Assistant Secretary	100 Federal Street Boston, Mass	16 Baldwin Street Reading, Mass 01867
Theodor Hochman	Vice President	25 Broad Street New York, New York	146 La Guardia Avenue Staten Island, New York 10314
Philip Huber	Vice President	1110 Brickell Avenue Miami, Florida	1451 N.E. 102 Street Miami Shores, Florida
Andrew J. Jennings	Vice President	555 California Street San Francisco, Calif	1326 Clinton Avenue Alameda, Calif 94501
James B. Kaiser	Vice President	4545 IDS Center Minneapolis, MN	27 E. Oaks Rd. North Oaks, MN 55110
Arthur F. Kalbhenn	Vice President	4 Penn Center Plaza Philadelphia, PA	Galloway Farm Richboro, PA 18954
Richard M. Karoff	Vice President	100 Federal Street Boston, MA	249 W. Newton Street Boston, MA 02116
Martin S. Katz	Vice President	25 Broad Street New York, NY	5 Yukon Terrace Morganville, NJ 07751
Arthur G. Kearney	Vice President	140 Broadway New York, NY	4 Wilshire Drive Syosset, New York 11791
Robert A. Keim	Vice President	702 First Natl Bank Bldg Erie, PA	4422 Upland Drive Erie, PA 16509
James D. Klein	Vice President	555 California Street San Francisco, Calif	175 Bella Vista Drive Hillsborough, Calif 94010

Jep Knox	Vice President	N.100 First Natl Bank Bldg. 1797 Colvin Ave St. Paul, MN
Charles H. Kouyoumjian	Vice President	100 Federal Street Boston, Mass
Steven C. Kraus	Vice President	425 Park Avenue New York, New York
Robert A. Krysa	Vice President	555 S. Flower Street Los Angeles, CA
Lawrence A. Kudlow	Vice President	1 Battery Park Plaza New York, New York
John S. Lampe	Vice President	140 Broadway New York, New York
K. Bruce Lange	Vice President	1600 Broadway Denver, Colorado
William A. LaVallee	Vice President	16661 Ventura Blvd. Encino, CA
James G. Leonard	Vice President	140 Broadway New York, New York
Harvey L'Hommedieu	Vice President	200 Park Avenue New York, New York
Gerald P. Linnane	Vice President Assistant Treasurer	140 Broadway New York, New York
Timothy E. Longworth	Vice President	25 Broad Street New York, New York
Paul A. Lynch	Vice President	4545 IDS Center Minneapolis, MN
Peter C. McCabe	Vice President	208 S. LaSalle Street Chicago, Illinois
Francis X. McElroy	Vice President	140 Broadway New York, New York
		N.100 First Natl Bank Bldg. 1797 Colvin Ave St. Paul, MN 55116
		16 Greenridge Road Weston, Mass 02193
		5 Peter Jay Lane Rye, New York 10580
		17337 Tramonto Drive Pacific Palasades, CA 90272
		114 East 90 Street New York, New York 10028
		240 Park Road Franklin Lakes, NJ
		3682 E Easter Circle No. Littleton, Colorado 80122
		640 Ocampo Drive Pacific Palisades, CA
		79 Laurel Crest Road Madison, Connecticut 06443
		936 Esplanade Pelham Manor, New York 10803
		164-12 Willets Point Blvd Whitestone, NY 11357
		771 W. Saddle River Rd Ho-Ho-Kus, New Jersey
		4520 Avondale Road Golden Valley, MN 55416
		527 Cherry Street Winnetka, Illinois 60093
		40 Knollwood Road Rockville Centre, NY 11570

John A. McGlynn	Vice President	25 Broad Street New York, New York	59 89th Street Brooklyn, New York 11209
James P. MacGilvray	Vice President	140 Broadway New York, New York	27 Ocean Wall West Gilgo Beach, NY
Charles M. Magrow	Vice President	140 Broadway New York, New York	6 Third Street Brooklyn, NY 11231
Peter C. Mangone	Vice President	208 S. LaSalle Street Chicago, Illinois	1928 Chestnut Avenue Wilmette, Illinois 60091
Robert J. Manta	Vice President	140 Broadway New York, New York	15 Vernon Avenue East Norwich, NY
Leonard A. Marotta	Vice President	25 Broad Street New York, New York	20 Birchdale Drive Holbrook, NY 11741
Robert J. Mattis	Vice President	140 Broadway New York, New York	286 Woodfield Road Washington TWP, NJ 07675
Ward L. Mauck	Assistant Secretary	140 Broadway New York, New York	55 West End Avenue New York, New York 10028
Annrta B. Mayer	Assistant Treasurer	140 Broadway New York, New York	1675 York Ave., Apt 10-A New York, New York 10028
Alvin L. Mentemeier	Vice President	25 Broad Street New York, New York	23 Plymouth Road Westfield, NJ 07090
Robert T.P. Metcalf	Vice President	100 Federal Street Boston, Mass	West Beach Hill Beverly Farms, Mass
Angus T. Morrison	Vice President	4545 IDS Center Minneapolis, MN	2470 Cedar Point Drive Wayzata, MN
Joseph R. Muglia	Vice President	110 West A Street San Diego, CA	2851 Caminito Merion LaJolla, CA
Thomas C. Mulry	Vice President	140 Broadway New York, New York	Lattintown Road Locust Valley, NY 11560
Thomas Nash	Vice President	100 Federal Street Boston, Mass	118 W.Havilland Lane Stamford, CT 06903

John F. O'Brien	Vice President	140 Broadway New York, New York	91 Stewart Road Short Hills, NJ 07087
William K. Palmer III	Vice President	Yavapi Savings Building Sedona, Arizona	P.O. Box 3621 West Sedona, Arizona 86340
Thomas J. Pendergrast	Vice President	3340 Peachtree Rd., Atlanta, Georgia	N.E. 4986 Roswell Rd., Marittia, GA
John F. Perkowski	Vice President	140 Broadway New York, New York	P.O. Box 264, White House, NJ 08888
Charles T. Peterson	Vice President	140 Broadway New York, New York	Scarborough Manor Scarborough, NY 10510
John J. Preotle	Vice President	140 Broadway New York, New York	112 Dellwood Road Bronxville, New York
John P. Rafter	Vice President	140 Broadway New York, New York	181 Grove Street Ramsey, NJ 07446
James B. Raphaelian	Vice President	140 Broadway New York, New York	143 Pittsfordsway New Providence, NJ
Edward B. Rhea, Jr.	Vice President	208 S. LaSalle Street Chicago, Illinois	1829 Palm Drive Mt. Prospect, Illinois 60065
George H. Riordan	Vice President	140 Broadway New York, New York	Quo Que Street Quoque, New York 11959
Richard A. Ross	Vice President	100 Federal Street Boston, Mass	144 Mt. Vernon Street Boston, Mass
Benjamin F. Sanford	Vice President	9750 Wilshire Blvd. Beverly Hills, CA	243 S. Roxbury Drive Beverly Hills, CA
Francis P. Sears, Jr.	Vice President	100 Federal Street Boston, Mass	25 Gardner Street Hamilton, Mass 01936
Charles J. Sequi	Vice President	100 Garden City Plaza Garden City, New York	92 East Shore Road Huntington, NY 11743
William P. Slusser	Senior Vice President	140 Broadway New York, New York	1170 Fifth Avenue New York, New York 11029

William B. Smith	Vice President	140 Broadway New York, New York	617 Embree Court Westfield, NJ
William F. Stiles	Vice President	140 Broadway New York, New York	201 East 77th Street New York, New York 10021
Paul Stoeffel	Senior Vice President	1201 Elm Street Dallas, Texas	5311 Kelsey Dallas, Texas 75229
Morgan S. Stoltz	Vice President	925 L Street Sacramento, CA	254 Selby Ranch Rd #1 Sacramento, CA 95825
Jean S. Suits, Jr.	Vice President	6265 East 2nd Street Long Beach, CA	8 Rippling Stream Irvine, CA 92715
Richard A. Suppiger	Vice President	140 Broadway New York, New York	47-07 167 Street Flushing, NY
Edmund C. Switzer	Vice President	25 Broad Street New York, New York	46 Twixt Hills Road St. James, NY 11780
James W. Sykes	Vice President	140 Broadway New York, New York	401 East 74th Street New York, New York 10021
Michael A. Taylor	Senior Vice President	140 Broadway New York, New York	315 E 72 Street, Apt 4H New York, NY 10021
Joseph W. Teeboom	Vice President	First Federal Building Sarasota, Florida	2126 Riviera Drive Sarasota, Florida
Joe B. Thompson	Vice President	1201 Elm Street Dallas, Texas	5952 Club Oak Circle Dallas, Texas 75248
Charles E. Timo	Vice President	140 Broadway New York, New York	14 Georgia St No. Valley Stream, New York, NY 11580
Leonard A. Turner	Vice President	140 Broadway New York, New York	2055 Center Avenue Ft. Lee, NJ
Webb Turner	Senior Vice President	140 Broadway New York, New York	43 West 98th Street New York, New York
William P. Urig	Vice President	25 Broad Street New York, New York	78 Pickwick Road Manhasset, NY 11030

Paul W. Utley	Vice President	1201 Elm Street Dallas, Texas	3756 Waldorf Dallas, Texas 75229
O. Ray Vass	Vice President	25 Broad Street New York, New York	27 Pine Grove Avenue Summit, New Jersey 07901
Robert M. Wigod	Vice President	140 Broadway New York, New York	1075 Park Avenue New York, New York 10028
Robert M. Wohlforth	Vice President	140 Broadway New York, New York	17 Everett Road Demarest, New Jersey
Arthur R. Young	Vice President	140 Broadway New York, New York	1 Turner Drive Greenwich, CT

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

Paine, Webber, Jackson & Curtis Incorporated

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is
Paine, Webber, Jackson & Curtis Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is
111 Westminister Street, Providence, R.I. 02903
and the name of its registered agent in Rhode Island at such address is
Joseph E. Adelson

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is
Wilmington, Delaware

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Security & Broker-Dealers

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
Schedule	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100	Common	3	\$1.00
50	Preferred	78	5.00

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
39.5	Preferred		\$5.00
100	Common		1.00

Dated February 28, 1978

Paine, Webber, Jackson & Curtis Incorporated
(NAME OF CORPORATION)

By

Albert Z. Geigel

Its _____

DIRECTORS

Walter E. Auch, Sr.	Executive Vice President, Director	140 Broadway, N. Y., N. Y.	92 Husted Lane, Greenwich, Ct. 06830
David G. Bartman	Vice President, Treasurer, Director	140 Broadway, N. Y., N. Y.	97 Doubling Road, Greenwich, Ct. 06830
John E. Leebe	Senior Vice President, Director	140 Broadway, N. Y., N. Y.	Horstone Lane, Oyster Bay Cove, N. Y. 117
Eugene R. Brennan	Senior Vice President, Director	140 Broadway, N. Y., N. Y.	79 Oxford Blvd., Garden City, N. Y.
Donald E. Brown	Senior Vice President, Director	25 Broad St., N. Y., N. Y.	33 Deake Road, Somerset, N.J. 08875
John F. Curley, Jr.	President, Director	140 Broadway, N. Y., N. Y.	94 Harriman Road, Irvington, N. Y. 10523
James W. Devent	Chairman of the Board, Director, Chief Executive Officer	140 Broadway, N. Y., N. Y.	Horseshoe Road, Box 169, Mill Neck, N. Y. 11755
Robert C. Danwoody	Senior Vice President, Director	140 Broadway, N. Y., N. Y.	Spruce Knolls, Sacret Hills, N. J. 07078
George F. Gardner, Jr.	Senior Vice President, Director	100 Federal St., Boston, Mass.	130 Warren Street, Brookline, Mass. 02146
Richard W. Jones	Senior Vice President, Director	555 S. Flower St., Los Angeles, Calif.	445 Esplanade St., Pasadena, Calif. 91105
Richard Kaufman	Senior Vice President, Director	140 Broadway, N. Y., N. Y.	46 Hill Brook Road, Stamford, Ct. 06902
Martin LeBouillier	Chairman of the Executive Committee, Director	140 Broadway, N. Y., N. Y.	1165 Fifth Avenue, New York, N. Y. 10029
Andrew J. McDonald	Senior Vice President, Director	100 Federal St., Boston, Mass.	5 Stonehill Drive, Stonham, Mass. 02180
Ronald E. Mickelson	Senior Vice President, Director	555 S. Flower St., Los Angeles, Calif.	503 Lartmouth Place, Flintridge, Calif. 91103

Edward W. Niemiec	Executive Vice President, Director	25 Broad St., N. Y., N. Y.	542 Dorchester Drive, River Vale, N. J. 07675
W. Robert Phillips	Senior Vice President, Director	Bank of America Ct., 44th Fl., 555 Calif St., San Fran., Ca.	2521 Broadway, San Francisco, Calif. 94115
Albert Pratt	Vice Chairman of the Board, Director	100 Federal St., Boston, Mass.	326 Powder Point Avenue, Duxbury, Mass. 02532
Robert D. Punch	Senior Vice President, Director	IDS Center, 80 South 8th St., Minn., Mn.	7520 Cahill Rd., Apt. 106A Minneapolis, Mn. 55435
Robert L. Raclin	Senior Vice President, Director	208 S. LaSalle St., Chicago, Ill.	116 Burnham Place, Evanston, Illinois
Edward F. Saville	Senior Vice President, Director	20 E. Broad St., Columbus, Ohio	3504 Avignon Place, Columbus, Ohio 43221
James H. Schmidt	Senior Vice President, Director	208 S. LaSalle St., Chicago, Illinois	345 Willow Road, Winnetka, Illinois 60093
Richard F. Shelton	Senior Vice President, Director	Bank of America Ct., 44th Fl., 555 Calif. St., San Fran., Ca.	250 Sea Cliff Avenue, San Francisco, Calif. 941
Alan T. Wenzell	Executive Vice President, Director	140 Broadway, N. Y., N. Y.	1170 Fifth Avenue, New York, N. Y. 10029
Donald M. Wright	Senior Vice President, Director	1900 Trust Co. of Ga. Bldg., Atlanta, Ga.	12149 Mountain Laurel Dr., Roswell, Ga. 30075

CORPORATE OFFICERS

Thomas H. Adams, Jr.	Vice President,	100 Federal St., Boston, Mass.	133 Dartmouth Street, West Newton, Mass. 02165
William G. Ahl	Assistant Secretary	Training Center, Stamford, Ct.	20 Lighthouse Way, Derien, Ct. 06820
Walter M. Aikman	Vice President,	100 Federal St., Boston, Mass.	22 Payerweather St., Cambridge, Mass. 02133
Cindoe Alexander	Vice President	N. 100 First Nat'l Bank Building, St. Paul, Mn.	8243 Westwood Hills Curve, St. Louis Park, Mn. 55426
Charles O. Ames	Vice President	200 Park Ave., Pan Am Bldg., N. Y.	8 Wawapek Road, Cold Spring Harbor, N. Y. 11
Israel T. Arnold, Jr.	Vice President	100 Federal St., Boston, Mass.	50 Silver Hill Road, Sudbury, Mass. 01776
Jordan Ball, Jr.	Vice President	830 East Main St., Richmond, Va.	8918 Norwick Road, Richmond, Virginia 23229
Avid L. Banker	Vice President	140 Broadway, N. Y., N. Y.	139 E. 79th Street, New York, New York 10021
Arcus P. Beebe	Vice President	140 Broadway, New York, New York	400 East 85th Street, New York, New York 10028
Al C. Bicknell	Vice President	140 Broadway, New York, N. Y.	1025 Fifth Avenue, New York, New York 10018
Luane Billmeyer, Jr.	Vice President	1 Parklane Blvd. Suite 104, Dearborn, Michigan	2910 Woodland Court, Royal Oak, Michigan 48073
Est E. Bliss	Senior Vice President	140 Broadway, New York, N. Y.	200 E. 66th Street, New York, New York 10021
Ernan G. Bloom	Vice President	Three Gateway Center, Pittsburgh, Pa.	304 Heritage Drive, Pittsburgh, Pa. 15325
Erren R. Eoos	Vice President	2401 W. Big Beaver Road, Troy, Michigan	4200 Willow Lane,

Richard P. Bowman	Vice President	Bk. of American Center, 555 Calif. St., 44th Fl., San Francisco, Calif.	820 Eucalyptus Rd., Hillsborough, Calif.
Barron C. Boyd	Vice President	555 S. Flower St., Los Angeles, Calif.	120 S. Sierra Madre Blvd., Pasadena, California
Stephen W. Bradley	Vice President	140 Broadway, N. Y., N.Y.	126 Chestnut Street, Engelwood, New Jersey 07631
John J. Burke, Jr.	Vice President	1021 Euclid Avenue, Cleveland, Ohio	1791 Donna Drive, Westlake, Ohio 44145
Clarence G. Caffrey	Senior Vice President	140 Broadway, N. Y., N. Y.	25 Waterside Plaza, New York, New York
Thomas P. Caine	Senior Vice President	140 Broadway, N. Y., N. Y.	57 Beekman Road, Summit, New Jersey
John G. Capps, Jr.	Vice President	208 S. LaSalle St., Chicago, Illinois	9255 Greenwood, Munster, Indiana 46321
Thomas M. Claflin, II	Vice President	100 Federal St., Boston, Mass.	37 Circuit Road, Brookline, Mass. 02167
David S. Collins	Vice President	100 Federal St., Boston, Mass.	30 Old Farm Road, Lover, Massachusetts 02030
Richard F. Corrington	Vice President	14 West Kirk Avenue, Roanoke, Virginia	Box 33 C, Route 1, Lexington, Virginia 24450
Alfred J. Coyle	Senior Vice President	140 Broadway, New York, N. Y.	165 E. 66th St., Apt. 12E, New York, New York 10021
James R. Craig	Vice President	140 Broadway, New York, N. Y.	220 Carnation Avenue, Floral Park, New York
Robert J. Davis	Senior Vice President	140 Broadway, New York, N. Y.	84 Woodmont Drive, Woodcliff Lake, New Jersey
Edwin W. Dean	Senior Vice President	140 Broadway, New York, N. Y.	170 E. 78th Street, New York, New York 10021
James J. Delaney	Vice President	25 Broad Street, New York, N. Y.	1036 Lakeside Place, Baldwin, New York 11510

Robert T. P. Ketcalf	Vice President	100 Federal St., Boston, Mass.	West Peapack Hill, Beverly Farms, Mass.
David B. Midgley	Vice President	208 S. LaSalle St., Chicago, Illinois	1323 E. 55th Street, Chicago, Illinois 60615
See Scott Miller	Senior Vice President, Secretary, General Counsel	140 Broadway, N.Y., N.Y.	510 E. 86th St., Apt. 7A, New York, New York 10027
Angus T. Morrison	Vice President	4545 IDS Center, 80 South 8th St., Minneapolis, Mn.	2470 Cedar Point Drive, Wayzata, Minnesota
Thomas P. Mulry	Vice President	140 Broadway, N.Y., N. Y.	Lattintown Road, Locust Valley, N. Y. 11560
Peter T. Mychaels	Vice President	208 S. LaSalle St., Chicago, Ill.	1030 N. State Street, Chicago, Illinois 60610
John F. O'Brien	Vice President	140 Broadway, N.Y., N. Y.	91 Stewart Road, Short Hills, New Jersey 0701
David N. Olson	Senior Vice President	25 Broad St., N.Y., N. Y.	10 Hyatt Lane, Westport, Connecticut 06880
Reginald J. Ott	Vice President	140 Broadway, N.Y., N. Y.	420 Buckingham Circle, Wyckoff, New Jersey 07481
William K. Palmer, III	Vice President	Ten Main Center, Kansas City, Mo.,	73 Terrace Trail East, Lake Quivira, Kansas 66106
Alexander R. Piper, III	Senior Vice President	140 Broadway, New York, N. Y.	135 E. 74th Street, New York, N. Y.
Edward B. Rhea, Jr.	Vice President	208 S. LaSalle St., Chicago, Illinois	1829 Palm Drive, Mt. Prospect, Illinois 60065
George H. Riordan	Vice President	140 Broadway, N.Y., N. Y.	Quogue Street, Quogue, New York 11959
Robert E. Seaman, III	Assistant Secretary, Vice President, Legal	140 Broadway, New York, N. Y.	14 Curtis Court, Staton Island, New York 108
Francis P. Sears, Jr.	Vice President	100 Federal St., Boston, Mass.	25 Gardner Street, Hamilton, Massachusetts 0193

Charles J. Segui	Vice President	100 Garden City Plaza, Garden City, N. Y.	92 East Snore Road, Huntington, New York	11743
Stevens Sheppard	Senior Vice President	140 Broadway, New York, N. Y.	1165 Park Ave., Apt. 2E, New York, New York	10028
Leven W. Sherman	Senior Vice President	140 Broadway, New York, N. Y.	74 Washington Place, New York, New York	10021
William P. Slusser	Senior Vice President	140 Broadway, New York, N. Y.	1170 Fifth Avenue, New York, New York	10029
William B. Smith	Vice President	140 Broadway, New York, N. Y.	617 Embree Court, Westfield, New Jersey	
Orald W. Stacey	Senior Vice President	100 Federal St., Boston, Mass.	205 Hale Street, Beverly, Massachusetts	0191
William F. Stiles	Vice President	140 Broadway, New York, N. Y.	201 East 77th Street, New York, New York	10021
Richard A. Suppiger	Vice President	140 Broadway, New York, N. Y.	47-07 167th Street, Flushing, New York	
Edmund C. Switzer	Vice President	25 Broad St., New York, N. Y.	46 Twixt Hills Road, St. James, New York	11760
Stephen P. Swope	Senior Vice President	140 Broadway, New York, N. Y.	75 Club Road, Riverside, Connecticut	06876
Michael A. Taylor	Senior Vice President	140 Broadway, New York, N. Y.	315 E. 72nd St., Apt. 4E, New York, New York	10021
Joseph W. Teeboom	Vice President	1st Federal Bldg., Sarasota, Florida	2126 Riviera Drive, Sarasota, Florida	33580
Frank L. Thompson	Vice President	140 Broadway, New York, N. Y.	165 Roxbury Road, Garden City, New York	11553
Alfred C. Thurston	Senior Vice President	140 Broadway, New York, N. Y.	441 Manchester Way, Wyckoff, New Jersey	07481

Jep Krox	Vice President	North 100 First Nat'l Bank Bldg., St. Paul, Minnesota	1797 Colvin Avenue, St. Paul, Minnesota 55116
David J. Koehler	Vice President	140 Broadway, N. Y., N. Y.	262 Charlton Avenue, So. Orange, New Jersey 07075
Steven C. Kraus	Vice President	425 Park Avenue, New York, N. Y.	5 Peter Jay Lane, Rye, New York 10580
John S. Lampe	Vice President	140 Broadway, N. Y., N. Y.	240 Park Road, Franklin Lakes, New Jersey 07643
K. Bruce Lang	Vice President	2150 Colorado State Bank Bldg., Denver, Colorado	3682E. Easter Circle North, Littleton, Colorado 80122
James G. Leonard	Vice President	140 Broadway, N. Y., N. Y.	79 Laurel Crest Road, Madison, Connecticut 06443
Kent A. Logan	Vice President	140 Broadway, N. Y., N. Y.	753 Sasco Hill Road, Southport, Connecticut 06443
James P. MacGillivray	Vice President	140 Broadway, N. Y., N. Y.	27 Ocean Wall, West Gilgo Beach, N. Y.
Charles C. Magrow	Vice President	140 Broadway, N. Y., N. Y.	6 Third Street, Brooklyn, New York 11231
Peter C. Mangone	Vice President	208 S. LaSalle Street, Chicago, Illinois	1928 Chestnut Avenue, Wilmette, Illinois 60091
Leoard A. Marotta	Vice President	25 Broad St., N. Y., N. Y.	20 Birchdale Drive, Holbrook, New York 11741
Robert J. Mattis	Vice President	140 Broadway, N. Y., N. Y.	555 Gorge Road, Cliffside Park, N. J. 07011
Ward I. Nauck	Assistant Secretary	140 Broadway, N. Y., N. Y.	55 East End Avenue, New York, New York 10028
Francis X. McElroy	Vice President	140 Broadway, N. Y., N. Y.	40 Knollwood Road, Rockville Centre, N. Y. 115
Alvin L. Neentemeier	Vice President	25 Broad St., N. Y., N. Y.	23 Plymouth Road, Westfield, N. J. 07090

Ashton G. Eldredge, Jr.	Vice President	140 Broadway, New York, N. Y.	444 East 82nd Street, New York, New York 10028
Paul Elvidge	Vice President	25 Broad St., New York, N. Y.	449 Wastena Terrace, Ridgewood, New Jersey
Albert P. Everts, Jr.	Vice President	100 Federal St., Boston, Mass.	74 Webster Road, Weston, Massachusetts 0219
Harry A. Fischer, Jr.	Senior Vice President,	208 S. LaSalle St., Chicago, Illinois	515 Voltz Road, Northbrook, Illinois 60061
H. Russell Fraser	Vice President	140 Broadway, N. Y., N. Y.	6016 Cricket Road, Flourtown, Pennsylvania 191
Michael H. Fusco	Vice President	555 S. Flower St., Los Angeles, Calif.	1064 Villa View Drive, Pacific Palisades, Calif. 91
Daniel J. Gallagher	Vice President	140 Broadway, N. Y., N. Y.	72 Twin Brooks Road, Saddle River, New Jersey 07
David R. Ganis	Vice President	208 S. LaSalle St., Chicago, Illinois	225 W. Sheridan Place, Lake Bluff, Illinois 6004
T. Jack Gary	Vice President	100 Federal St., Boston, Mass.	Charles River Plaza, Boston, Massachusetts 0211
Samuel Andrew Gay	Senior Vice President,	140 Broadway, N. Y., N. Y.	54 Colony Road, Westport, Connecticut 0681
Herbert Z. Geiger	Assistant Treasurer, Vice President	25 Broad St., New York, N.Y.	117 Oak Trail Road, Hillsdale, New Jersey 076
Suane V. Geis	Vice President	1329 Tenneco Bldg., Houston, Texas	522 Shadywood, Houston, Texas 77027
Harry R. Gessner	Vice President	Marine Plaza, Milwaukee, Wisc.,	2415 N. 83rd Street, Wauwatosa, Wisconsin 53211
H. Neil Gilman, Jr.	Vice President	140 Broadway, N. Y., N.Y.	16 Crown Terrace, Morrisville, Pennsylvania 19
J. Robert Green	Vice President	1 Vanderberg Center, Old Kent Bk & Trust Bldg., Grand Rapids, Michigan	2539 Indian Trail, S. E. Grand Rapids, Michigan 4950

William S. Green	Vice President	100 Federal St., Boston, Mass.	25 Raynor Road, Sudbury, Massachusetts	01776
Tom E. Greene, III	Vice President, Assistant Secretary	140 Broadway, N. Y., N. Y.	553 First Street, Brooklyn, New York	11215
Eaul Guenther	Vice President	140 Broadway, N. Y., N. Y.	353 Hillcrest Road, Ridgewood, New Jersey	07450
Joseph W. Hammer	Vice President	140 Broadway, N. Y., N. Y.	427 East 85th Street, New York, New York	10028
John C. Hansen	Senior Vice President	140 Broadway, N. Y., N. Y.	202 Berkeley Place, Brooklyn, New York	11217
Brothoy F. Haughey	Assistant Secretary	140 Broadway, N.Y., N. Y.	2363 S. Grand Ave., Apt. 9A-1, Baldwin, New York	11510
William J. Hibbard	Vice President	100 Federal St., Boston, Mass.	16 Baldwin Street, Reading, Massachusetts	01867
Don V. Ingram	Vice President	4242 First Nat'l Bank, Dallas, Texas	3117 Beverly Drive, Dallas, Texas	76205
James B. Kaiser	Vice President	4545 IDS Center, Minneapolis, Mn.	27 E. Oaks Road, North Oaks, Minnesota	55110
Arthur F. Kalbnenn	Vice President	4 Penn Center Plaza, Philadelphia, Pa.	Galloway Farm, Richboro, Pennsylvania	18954
Richard M. Karoff	Vice President	100 Federal St., Boston, Mass.	249 W. Newton Street, Boston, Massachusetts	02116
Artin S. Katz	Vice President	25 Broad Street, N.Y., N. Y.	5 Yukon Terrace, Morganville, New Jersey	07751
Arthur G. Kearney	Vice President	140 Broadway, N.Y., N. Y.	4 Wilshire Drive, Syosset, New York	11791
Robert A. Keim	Vice President	702 First Nat'l Bank, Erie, Pennsylvania	4422 Upland Drive, Erie, Pennsylvania	16509
James D. Klein	Vice President	555 California St., Suite 4400 San Francisco, Calif.	175 Bella Vista Drive, Hillsborough, California	94010

William P. Urig	Vice President	25 Broad St., New York, N. Y.	78 Pickwick Road, Manhasset, New York 11030
Ray Vass	Vice President	25 Broad St., New York, N. Y.	1 O'Brien Road, Cranbury, New Jersey 08512
Robert M. Wigod	Vice President	140 Broadway, New York, N. Y.	1075 Park Avenue, New York, New York 10028
wang Suong Wu	Vice President	Tokyo, Japan	6 SDI Patanasin Linckee Road, Bangkok, Thailand

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

PAINE, WEBBER, JACKSON & CURTIS INCORPORATED

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is
PAINE, WEBBER, JACKSON & CURTIS INCORPORATED

SECOND: It is incorporated under the laws of DELAWARE

THIRD: The address of its registered office in Rhode Island is
111 WESTMINSTER STREET, PROVIDENCE, R. I. 02903
and the name of its registered agent in Rhode Island at such address is
JOSEPH E. ADELSON

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is
WILMINGTON, DELAWARE

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is SECURITY AND BROKER DEALERS

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	SCHEDULE ATTACHED
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100	common		\$1.00
50	preferred		5.00

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
45.1	preferred		\$5.00
100.0	common		\$1.00

Dated *7/26*, 1976

Paine, Webber, Jackson & Goetsch Incorporated
(NAME OF CORPORATION)

By *W. G. T. Barlow*
Vice President-Treasurer

<u>DIRECTORS</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>
* ✓ JAMES W. DAVANI	CHAIRMAN OF THE BOARD, CHIEF EXECUTIVE OFFICER	140 BROADWAY, NEW YORK, N. Y.	HORSESHOE ROAD, BOX 185, FIELD BECK, NEW YORK 11765
* ✓ WALTER B. AUCH, SR.	EXECUTIVE VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	92 HOTTED LAKE, GREENWICH, CONNECTICUT 06930
* ✓ DOUGLAS L. AYER	EXECUTIVE VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	109 ROUNDHILL ROAD, GREENWICH, CONNECTICUT
✓ DAVID G. BATHMAN	VICE PRESIDENT, TREASURER, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	97 DOUBLING ROAD, GREENWICH, CONNECTICUT 06930
✓ JOHN E. BRICE	SENIOR VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	ROXSTON LAKE, OYSTER BAY COTE, NEW YORK 11771
✓ EUGENE R. BRENNAN	SENIOR VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	79 OFFSPY ROAD, GARDEN CITY, NEW YORK
* ✓ JOHN F. CUPLEY, JR.	EXECUTIVE VICE PRESIDENT, ASSISTANT SECRETARY, DIRECTOR	25 BROAD STREET, NEW YORK, N. Y.	94 HARTMAN ROAD, HUNTINGTON, NEW YORK 10532
✓ ROBERT C. DONOFRIO	SENIOR VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	SPRUCE KNOLLS SHORN HILLS, NEW JERSEY 07070
✓ GEORGE P. GARDNER, JR.	SENIOR VICE PRESIDENT, DIRECTOR	100 FEDERAL ST., BOSTON, MASS.	130 WARREN STREET, BROOKLINE, MASSACHUSETTS 02146
✓ RICHARD W. JOHNS	SENIOR VICE PRESIDENT, DIRECTOR	555 S. FLOTER ST., LOS ANGELES, CALIF.	1200 VIRGINIA ROAD, SAN MARINO, CALIFORNIA 91108
✓ ALTON HESOR, JR.	SENIOR VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, NEW YORK	WEATHERHEAD HILL, YONKOS ROAD, NEW VERNON, NEW JERSEY 07976
* ✓ HAROLD DE BORTILLIER	CHAIRMAN OF THE EXECUTIVE COMMITTEE, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	1165 FIFTH AVENUE, NEW YORK, NEW YORK 10021
* ✓ JOSEPH DUDY	SENIOR VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	60 BENTMAN ROAD, SUFFIT, NEW JERSEY 07851

* MEMBER OF THE EXECUTIVE COMMITTEE

<u>DIRECTORS</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>
✓ ANDREW J. McDONALD	SENIOR VICE PRESIDENT, DIRECTOR	100 FEDERAL ST., BOSTON, MASS.	5 STORHILL DRIVE, SOMERHAM, MASSACHUSETTS 02152
✓ RONALD E. NICKELSON	SENIOR VICE PRESIDENT, DIRECTOR	529 S. FLOWER ST., LOS ANGELES, CALIF.	503 DARTMOUTH PLACE, MILBURNIDGE, CALIFORNIA 91107
✓ EDWARD W. NIELING	SENIOR VICE PRESIDENT, DIRECTOR	25 BROAD ST., NEW YORK, N. Y.	542 DORCHESTER DRIVE, RIVERVALE, NEW JERSEY
✓ W. ROBERT PHILLIPS	SENIOR VICE PRESIDENT, DIRECTOR	BANK OF AMERICA CENTER, 44TH FL., 555 CALIF. STREET, SAN FRANCISCO, CALIF.	16723 CHANNEL BLVD, PACIFIC PALISADES, CALIFORNIA 90277
* ✓ ALBERT PRATT	VICE CHAIRMAN OF THE BOARD, DIRECTOR	100 FEDERAL STREET, BOSTON, MASSACHUSETTS	85 EAST 14TH AVE, TOWN 1, APT. 24- BOSTON, MASSACHUSETTS 02110
✓ ROBERT D. PURICH	SENIOR VICE PRESIDENT, DIRECTOR	IDS CENTER, 80 SOUTH 8TH ST., MINNEAPOLIS MINNESOTA	7520 CAHILL ROAD, APT. 106A, MINNEAPOLIS, MINNESOTA 55425
✓ ROBERT L. RACELIN	SENIOR VICE PRESIDENT, DIRECTOR	203 S. LASALLE ST., CHICAGO, ILLINOIS	116 BURNHAM PLACE, EVANSTON, ILLINOIS
✓ EDWARD F. SAVILLE	SENIOR VICE PRESIDENT, DIRECTOR	20 EAST BROAD STREET, COLUMBUS, OHIO	1000 UHLIN AVENUE, APT. 212 COLUMBUS, OHIO 43212
✓ JAMES H. SCHMIDT	SENIOR VICE PRESIDENT, DIRECTOR	203 S. LASALLE STREET, CHICAGO, ILLINOIS	661 SHERIDAN ROAD, WHEATON, ILLINOIS 60091
✓ RICHARD F. SHELTON	SENIOR VICE PRESIDENT, DIRECTOR	BANK OF AMERICA CENTER, 44TH FL., 555 CALIF. ST., SAN FRANCISCO, CALIF.	250 SEA CLIFF AVENUE, SAN FRANCISCO, CALIFORNIA 94121
* ✓ FRANK A. WELT	CHAIRMAN OF THE PENSION COMMITTEE, DIRECTOR	140 BROOKLYN, NEW YORK, N. Y.	152 EAST 67RD STREET, NEW YORK, NEW YORK 10022

* MEMBERS OF THE EXECUTIVE COMMITTEE

-- NEW TITLES

<u>DIRECTORS</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>	
* / ALAN T. WENZELL	EXECUTIVE VICE PRESIDENT, DIRECTOR	140 BROADWAY, NEW YORK, N. Y.	1170 FIFTH AVENUE, NEW YORK, NEW YORK	10029
/ DONALD H. WRIGHT	SENIOR VICE PRESIDENT, DIRECTOR	1500 TRUST CO. OF GEORGIA BLDG., ATLANTA, GA.	12149 MOUNTAIN LAUREL DRIVE, ROSWELL, GEORGIA	30075
* / A. JONES NORKE, IV	PRESIDENT, DIRECTOR CHIEF OPERATING OFFICER	140 BROADWAY, NEW YORK, N. Y.	883 PARK AVENUE, NEW YORK, NEW YORK	10021

* MEMBER OF THE EXECUTIVE COMMITTEE

<u>OFFICER</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>	
✓ THOMAS H. ADAMS, JR.	VICE PRESIDENT, ASSISTANT SECRETARY	100 FEDERAL ST., BOSTON, MASS.	125 DARTMOUTH STREET, WEST MUTTON, MASSACHUSETTS	02115
✓ WALTER H. ATMAN	VICE PRESIDENT	100 FEDERAL ST., BOSTON, MASS.	22 FAIRWEATHER STREET, CAMBRIDGE, MASSACHUSETTS	02138
✓ NORTON ALEXANDER	VICE PRESIDENT	NORTH 100 WEST NINTH BLK., RIDGE, ST. PAUL, MINNESOTA	824 1/2 WESTWOOD HILLS DRIVE, ST. LOUIS PARK, MINNESOTA	55466
✓ CHARLES O. ARES	VICE PRESIDENT	200 PARK AVE., PAV. AM BLDG., N. Y., N. Y.	8 WILDER ROAD, COLD SPRING HARBOR, NEW YORK	11724
✓ SAMUEL T. ARNOLD, JR.	VICE PRESIDENT	100 FEDERAL ST., BOSTON, MASS.	50 SILVER HILL ROAD, SUDBURY, MASSACHUSETTS	01776
✓ H. DUANE BILLMEYER, JR.	VICE PRESIDENT	1 PARLIAMT BLDG., SUITE 104, DETROIT, MICHIGAN	2910 WOODLAND CT., ROYAL OAK, MICHIGAN	48073
✓ FOREST E. BLISS	VICE PRESIDENT	140 BROADWAY, NEW YORK, N. Y.	200 EAST 66TH STREET, NEW YORK, NEW YORK	10021
✓ WARREN F. BOOS	VICE PRESIDENT	2401 WEST BIG BEAVER RD., TROY, MICHIGAN	18760 SAN DIEGO BLVD., LATHROP VILLAGE, MICHIGAN	48075
✓ RICHARD P. BOYER	VICE PRESIDENT	BK. OF AMERICA CENTER, 595 CALIF. ST., ALTA PL., SAN FRANCISCO, CALIF.	820 EUCALYPTUS ROAD, HILLSBORO, CALIFORNIA	
✓ BARON C. POZD	VICE PRESIDENT	559 S. FLOWER STREET, LOS ANGELES, CALIF.	1127 LA LOMA, PASADENA, CALIFORNIA	
✓ DONALD E. BROAN	SENIOR VICE PRESIDENT	25 BROAD STREET, NEW YORK, N. Y.	37 DRAPE ROAD, SPRINGSET, NEW JERSEY	08872
✓ JOHN G. CAPPS, JR.	VICE PRESIDENT	208 S. LASALLE ST., CHICAGO, ILLINOIS	9275 GREENWOOD, NASHVER, TENNAMA	40291

<u>OFFICER</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>	
✓ RICHARD F. CORNIGLION	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	61 LINDOLDBERRY DRIVE, GREENWICH, CONNECTICUT	06330
✓ ALFRED J. COYLE	VICE PRESIDENT	140 BROADWAY, NEW YORK, N.Y.	165 E. 66TH STREET, APT. 10-B, NEW YORK, NEW YORK	10021
✓ WILLIAM J. CREWELL	VICE PRESIDENT	140 BROADWAY, NEW YORK, N.Y.	115 GREAT OAK LANE, PLASANTVILLE, NEW YORK	
* EDWARD W. DEAN	VICE PRESIDENT	140 BROADWAY, NEW YORK, N.Y.	300 EAST 71ST STREET, NEW YORK, NEW YORK	10021
✓ ROBERT J. DAVIS	VICE PRESIDENT	140 BROADWAY, NEW YORK, N.Y.	84 WOODMONT DRIVE, WOODCLIFF, NEW JERSEY	
✓ JAMES J. DELANEY	VICE PRESIDENT, ASSISTANT SECRETARY	25 BROAD STREET, NEW YORK, N.Y.	1036 LAKESIDE PLACE, BALDWIN, NEW YORK	11510
✓ JOHN DE SAULT PHALIB	VICE PRESIDENT	140 BROADWAY, NEW YORK, N.Y.	1120 PARK AVENUE, NEW YORK, NEW YORK	
✓ PAUL EADLIGH	VICE PRESIDENT	25 BROAD ST., NEW YORK, N.Y.	449 WASTENA TERRACE, RIDGEMOOD, NEW JERSEY	
✓ ERIC C. ERIKSON	VICE PRESIDENT	VALLEY BULK OFFICE NUMBER, 1500 HALL ST., SPRINGFIELD, MASS.	99 WILKIN DRIVE, LONGFACDON, MASSACHUSETTS	01106
✓ ALFRED P. SWENNS, JR.	VICE PRESIDENT	100 FEDERAL ST., BOSTON, MASS.	74 WEBSTER ROAD, WESTON, MASSACHUSETTS	02125
✓ ARTHURS PHILSON	VICE PRESIDENT	140 BROADWAY, NEW YORK, N.Y.	325 RIVERSIDE DRIVE, NEW YORK, NEW YORK	10025
✓ HENRY A. FISCHER, JR.	VICE PRESIDENT	208 S. LA Salle STREET, CHICAGO, ILLINOIS	515 VOLPEZ ROAD, NORTHEROOK, ILLINOIS	60062
✓ DAVID R. GANTS	VICE PRESIDENT	208 S. LA SALLE STREET, CHICAGO, ILLINOIS	225 W. SHERRIDAN PLACE, LAKE BLUFF, ILLINOIS	60044

* NEW APPOINTMENTS
-- NEW TITLES

<u>OFFICER</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>
✓ DUANE V. GRIS	VICE PRESIDENT	1329 TENNECO BLDG., HOUSTON, TEXAS	522 SEADYWOOD, HOUSTON, TEXAS 77027
✓ EDWARD J. GERIG	VICE PRESIDENT	1 EASTVIEW PARK PLAZA, NEW YORK, NEW YORK	1532 DIXON CT., NORTH HAVEN, NEW YORK 11565
✓ HARVEY R. GESSNER	VICE PRESIDENT	HARDIE PLAZA, MILWAUKEE, WISCONSIN	2115 N. 83-RD STREET, MILWAUKEE, WISCONSIN 53213
✓ H. HEIL GILBERT, JR.	VICE PRESIDENT	143 BROADWAY, NEW YORK, NEW YORK	16 CROWN TERRACE, MORRISVILLE, PENNSYLVANIA 19967
✓ ROBERT GILMER, JR.	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	391 WEST NEON ROAD, HULLINGTON, NEW YORK 11713
✓ J. ROBERT GREEN	VICE PRESIDENT	1 VANDEBARGER COTTAGE, OLD KENT BK & TRUST BLDG., GRAND RAPIDS, MICHIGAN	2339 TIDMAN TRAIL, S. E., GRAND RAPIDS, MICHIGAN 49506
✓ PAUL GUNTFELDER	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	2730 JOHNSON AVENUE, APT. 75, RIVERDALE, NEW YORK 10965
✓ HAROLD F. HAIN	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	200 EAST 66TH STREET, NEW YORK, NEW YORK
* ✓ JOSEPH C. HANSEN	VICE PRESIDENT	1 BATTERMAN PARK PLAZA, NEW YORK, NEW YORK	202 BRACKLEY PLACE, BROOKLYN, NEW YORK 11217
✓ WILLIAM J. HERNARD	VICE PRESIDENT, ASSISTANT SECRETARY	100 FEDERAL STREET, BOSTON, MASSACHUSETTS	16 BALDWIN LANE, FRADING, MASSACHUSETTS 01067
✓ DON V. HIGMAN	VICE PRESIDENT	4242 1ST NAT'L BANK BLDG., DALLAS, TEXAS	3117 EMERALD DRIVE, DALLAS, TEXAS 75205
✓ RICHARD H. KAROFF	VICE PRESIDENT	100 FEDERAL STREET, BOSTON, MASSACHUSETTS	3 BORDER STREET, COHASSET, MASSACHUSETTS 02025
✓ HARVEY S. KATZ	VICE PRESIDENT	25 BROAD STREET, NEW YORK, NEW YORK	5 YUKON TERRACE, MORGANTHAU, NEW JERSEY 07751

* NEW APPOINTMENTS

<u>OFFICER</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>
✓ ARTHUR G. KEARNEY	VICE PRESIDENT	140 BROADWAY NEW YORK, NEW YORK	4 WILSHIRE DRIVE, SYOSSET, LONG ISLAND, N.Y. 11791
✓ ROBERT A. KELL	VICE PRESIDENT	702 1ST NAVAL BK BLDG., ENLIF, PRINCEWALTON	4422 UPLAND DRIVE, FAIR, PRINCEWALTON 16509
✓ HOWARD J. KELLY	VICE PRESIDENT	815 CONGRESS ST AVE. N.W., WASHINGTON, D. C.	7007 OAK FOREST LAKE, BETHESDA, MARYLAND 20034
✓ GEORGE S. KEIP, JR.	VICE PRESIDENT	830 EAST MAIN STREET, RICHMOND, VIRGINIA	4205 CONVENT ROAD, RICHMOND, VIRGINIA 23221
✓ JIM D. KNOX	VICE PRESIDENT	NORTH 100 1ST NAVAL BR. HEADS, ST. PAUL, MINN.	1797 COLYER AVENUE, ST. PAUL, MINNESOTA 55116
✓ JAMES G. LEONARD	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	79 LAUREL CREEK ROAD, MADISON, CONNECTICUT 06445
✓ ILEF H. LOVEJOY	VICE PRESIDENT	120 BROADWAY NEW YORK, NEW YORK	259 KUTSBERY PLACE, RIDGEWOOD, NEW YORK
✓ ROBERT F. LOWE, JR.	VICE PRESIDENT	1 BATTERY PARK PLAZA, NEW YORK, NEW YORK	175 HILLSIDE AVENUE, HIGHLAND, NEW JERSEY
✓ JAMES P. MAGILVERAY	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	27 OCEAN WALK, WEST GILGO BEACH, NEW YORK
✓ ROBERT J. MATVIS	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	555 GORGE ROAD, CLIFFSIDE PARK, NEW JERSEY 0701
✓ FRANCIS X. MCENROY	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	40 KNOXWOOD ROAD, ROCKVILLE CENTRE, NEW YORK 1157
✓ ALVIN L. MEYER	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	23 PLYMOUTH ROAD, WEST FIELD, NEW JERSEY 0709
✓ ROBERT T. P. NEWCAMP	VICE PRESIDENT	100 FEDERAL STREET, BOSTON, MASSACHUSETTS	WEST BEACH HILL, BRYANTLY HAVENS, MASSACHUSETTS

* NEW APPOINTMENT

<u>OFFICER</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>
✓ SAN SCOTT MILLER	VICE PRESIDENT, SECRETARY, GENERAL COUNSEL,	140 BROADWAY, NEW YORK, NEW YORK	510 EAST 86TH ST., APT. 7A, NEW YORK, NEW YORK 10017
✓ ERNEST G. KOELLER	VICE PRESIDENT	208 S. LASALLE ST., CHICAGO, ILLINOIS	1086 N. HAWTHORN DRIVE, PALM SPRING, ILLINOIS
✓ AUGUS G. HOFFMANN	VICE PRESIDENT	4545 JDS CENTER, 80 SO., 8TH ST., HIRSHFELDS, ILL.	2470 CEDAR POINTE DRIVE, WAZEVANA, ILLINOIS
✓ THOMAS P. JULYAN	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	LATFINGTON ROAD, LOCUST VALLEY, NEW YORK
* ✓ WALTER T. MICHAELS	VICE PRESIDENT	202 S. LASALLE STREET, CHICAGO, ILLINOIS	213 N. 57TH STREET, WESTMONT, ILLINOIS
* ✓ DAVID N. OLSON	VICE PRESIDENT	25 BROAD STREET, NEW YORK, NEW YORK	10 HYATT LANE, WESPORT, CONNECTICUT
✓ WILLIAM K. PALMER, III	VICE PRESIDENT	771 MAIN CENTER, KANSAS CITY, MISSOURI	73 TERRACE TRAIL, EAST, LAKE QUINCY, KANSAS
✓ ALEXANDER P. PIPER, III	VICE PRESIDENT	140 BROADWAY NEW YORK, NEW YORK	135 EAST 74TH STREET, NEW YORK, NEW YORK
✓ ADOLPH H. POST	VICE PRESIDENT	NEW YORK, NEW YORK	225 MEDICAL TERRACE, WILTON, CONNECTICUT
✓ CARL H. FILEY	VICE PRESIDENT	ARROW CENTER- 1 CASCADE PLAZA, AVON, OHIO	215 SOUTH MAIN STREET, HUDSON, OHIO
✓ GEORGE H. PORDANI	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	21 EAST 90TH STREET, NEW YORK, NEW YORK
✓ FREDERICK H. SCHROEDER	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	738 TULFORD TERRACE, WESTFIELD, NEW JERSEY

* NEW APPOINTMENT

-- NEW TITLES

<u>OFFICER</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>
✓ FRANCIS F. SEARS, JR.	VICE PRESIDENT	100 FEDERAL STREET, BOSTON, MASSACHUSETTS	25 CANTER STREET, MILITON, MASSACHUSETTS
✓ M. STEPHEN SHIPPARD	VICE PRESIDENT	1 BRISTOL PARK PLAZA, NEW YORK, NEW YORK	1165 PARK AVENUE, APT. 9B, NEW YORK, NEW YORK
✓ STEVEN W. SHREVE	VICE PRESIDENT	1 EASTERN PARK PLAZA, NEW YORK, NEW YORK	74 WASHINGTON PLACE, NEW YORK, NEW YORK
✓ DAVID B. SIMSON	VICE PRESIDENT	140 PROXIMITY, NEW YORK, NEW YORK	11 EAST 87TH STREET, NEW YORK, NEW YORK
✓ WILLIAM B. SMITH	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	617 BERKEE CRESCENT, WASHINGTON, NEW JERSEY
✓ DONALD W. STACEY	VICE PRESIDENT	100 FEDERAL STREET, BOSTON, MASSACHUSETTS	205 HILD STREET, BEVERLY, MASSACHUSETTS
✓ RICHARD A. SUPPGER	VICE PRESIDENT	25 BROAD STREET, NEW YORK, NEW YORK	47-07 167TH STREET, FLUSHING, NEW YORK
✓ EDWARD C. SWITZER	VICE PRESIDENT	25 BROAD STREET, NEW YORK, NEW YORK	46 TWING HILLS ROAD, ST. JAMES, NEW YORK
✓ MICHAEL A. TAYLOR	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	315 EAST 72ND ST., APT. 4-H, NEW YORK, NEW YORK
✓ JOSEPH W. TEBBOCH	VICE PRESIDENT	157 FEDERAL BLDG., SARASOTA, FLORIDA	2126 RUTERA DRIVE, SARASOTA, FLORIDA
✓ FRANK L. THOMPSON	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	165 ROXBURY ROAD, GARDEN CITY, NEW YORK
✓ RICHARD L. THORSELL	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	1675 YORK AVENUE, APT. 245, NEW YORK, NEW YORK
✓ ROBERT M. WIGOD	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	1075 PARK AVENUE, NEW YORK, NEW YORK

10028

<u>OFFICER</u>	<u>TITLE</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>	
✓ RUDOLPH STONG WJ	VICE PRESIDENT	TOKYO, JAPAN	MAISON TAKAHASHI #10502, 19-2, 3-CHOMEI TAKAHASHI, MINATO-KU, TOKYO, JAPAN 1.	
✓ RICHARD D. YAMETTER	VICE PRESIDENT	1 ANTHONY PARK PLACE, NEW YORK, NEW YORK	9 GARFIELD WAY, UPPER HONOLULU, NEW JERSEY	07045
✓ HERBERT Z. GRIGER	ASSISTANT TREASURER	25 BROAD STREET, NEW YORK, NEW YORK	117 OAK TRAIL ROAD, HILLSDALE, NEW JERSEY	07645
* H. ROBERT BRASER	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	4053 HILLSIDE ROAD, LEWISTOWN HILL, PENNSYLVANIA	19044
✓ WILFRED L. HAZON	ASSISTANT SECRETARY	140 BROADWAY, NEW YORK, NEW YORK	55 EAST 4TH AVENUE, NEW YORK, NEW YORK	10002
✓ ROBERT E. SPERRY, III	ASSISTANT SECRETARY VICE PRESIDENT, LEGAL	140 BROADWAY, NEW YORK, NEW YORK	14 CURTIS COURT, STATEN ISLAND, NEW YORK	10310
* MICHAEL S. O'BRIEN	VICE PRESIDENT	140 BROADWAY, NEW YORK, NEW YORK	SHUYER LANE, OYSTER BAY, NEW YORK	11771
* EDWARD B. RYBA, JR.	VICE PRESIDENT	203 SOUTH LA Salle STREET, CHICAGO, ILLINOIS	1829 PAIK DRIVE, NT. PROSPECT, ILLINOIS	60056

NEW TITLE

* NEW APPOINTMENT

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT
OF

Paine, Webber, Jackson & Curtis Incorporated

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

Paine, Webber, Jackson & Curtis Incorporated

SECOND: It is incorporated under the laws of

DELAWARE

THIRD: The address of its registered office in Rhode Island is

111 WESTMINSTER STREET, PROVIDENCE, R.I. 02903

and the name of its registered agent in Rhode Island at such address is

JOSEPH E. ADELSON

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

*100 WEST TENTH STREET,
WILMINGTON, DELAWARE*

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is

SECURITY AND BROKER DEALERS

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
.....	Director
.....	President
.....	Vice President
.....	Secretary
.....	Treasurer

*SCHEDULE
ATTACHED*

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
<i>100</i>	<i>COMMON</i>		<i>\$1.00</i>
<i>50</i>	<i>PREFERRED</i>		<i>5.00</i>

MAR 9 1975
SS

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	COMMON		\$ 1.00
45	PREFERRED		5.00

Dated FEBRUARY 27, 1975

PAINE, WEBBER, JACKSON & CURTIS INCORPORATED
(NAME OF CORPORATION)

By

Robert Z. Heigel

Its Vice Pres. Finance & Cont. Treas.

REV 13-75 SEC. OF STATE 317 418***15.00

PAINTE WEBBER JACKSON & CURTIS INCORPORATED - Corporate Officers

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
Thomas H. Adams, Jr.	133 Dartmouth St., West Newton, Mass. 02165	100 Federal St., Boston, Mass. 02101	Vice President & Assistant Secretary
Valter M. Akrcan	22 Fayerweather St., Cambridge, Mass. 05426	100 Federal St., Boston, Mass. 02101	Vice President
Andr�e Alexander	8243 Westwood Hills Curve, St. Louis Park, Minn. 55426	N. 100 First National Bank Bldg., St. Paul, Minn.	Vice President
Charles O. Ames	8 Wawpock Rd., Cold Spring Harbor, N.Y. 11724	140 Broadway, New York, N.Y. 10005	Vice President
Henry Arberry	85 Plymouth Rd., Plandome, N.Y. 11030	140 Broadway, New York, N.Y. 10005	Sr. Vice President
Samuel T. Arnold	50 Silver Hill Rd., Sudbury, Mass. 01776	Prudential Plaza, Boston, Mass. 02199	Vice President
Douglas L. Ayer	129 Round Hill Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Sr. Vice President
David G. Bartram	97 Doubling Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President & Treasurer
John D. Beebe	Royston Lane, Oyster Bay Cove, N.Y. 11771	140 Broadway, New York, N.Y. 10005	Sr. Vice President
L. Duane Billmeyer Jr.	2501 Woodland Ct., Royal Oak, Michigan 48069	625 Shelby Street, Detroit, Michigan 48226	Vice President
Forest F. Bliss	200 East 66 St., New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Farren F. Booss	18780 San Diego Blvd., Lathrup Village, Mich. 48075	625 Shelby Street, Detroit, Michigan 48226	Vice President
Richard P. Bowman	823 Euclyptus Rd., Hillsborough, Calif. 94010	555 California St., San Francisco, Calif. 94104	Vice President
Arron C. Boyd	Route 1, Box M 28, DelMar, Calif. 92014	555 S. Flower St., Los Angeles, Calif. 90071	Vice President
Eugene R. Brennan	79 Oxford Blvd., Garden City, N.Y. 11530	140 Broadway, New York, N.Y. 10005	Sr. Vice President
Donald E. Brown	33 Drake Rd., Somerset, N.J. 08873	25 Broad St., New York, N.Y. 10004	Vice President
John G. Capps, Jr.	9235 Greenwood Ave., Muncaster, Indiana 46321	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
William R. Cary	840 Verma Hill Rd., Fairfield, Conn. 06430	140 Broadway, New York, N.Y. 10005	Exec. Vice President & Dir.
Richard F. Corrington	61 Londonderry Dr., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President
Fred J. Coyle	165 East 66th Street, New York, N.Y. 10021 (Apt. 12B)	140 Broadway, New York, N.Y. 10005	Vice President
William J. Creed	50 Rumer Avenue, Pleasantville, New York 10570	140 Broadway, New York, N.Y. 10005	Vice President
John F. Curley, Jr.	94 Harriman Rd., Irvington, New York 10533	140 Broadway, New York, N.Y. 10005	Exec. Vice President & Dir.
Nelson J. Darling, Jr.	74 Beach Bluff Ave., Swampscott, Mass. 01907	100 Federal St., Boston, Mass. 02101	Director
James W. Davant	Horse Shoe Rd., Mill Neck, N.Y. 11755	140 Broadway, New York, N.Y. 10005	Chairman of the Board
Robert J. Davis	84 Woodmont Dr., Woodcliff Lake, N.J. 07675	140 Broadway, New York, N.Y. 10005	Chief Executive Officer
James J. Delaney	1036 Lakeside Place, Baldwin, N.Y. 11510	25 Broad St., New York, N.Y. 10004	Vice President
John de Saint Phalle	Oregon Road, Armonk, New York	146 Broadway, New York, N.Y. 10004	Vice President & Asst. Secy.
Richard H. Donohoe	10 Forest Drive, Short Hills, New Jersey	25 Broad St., New York, N.Y. 10004	Vice President
Robert C. Durwoody	139 Fairfield Dr., Short Hills, N.J.	140 Broadway, New York, N.Y. 10005	Sr. Vice President
Paul Elvidge	449 Westana Terrace, Ridgewood, N.Y. 07450	25 Broad St., New York, N.Y. 10004	Vice President
Eric C. Erickson	99 Wilkin Dr., Longmeadow, Mass. 01106	Third National Bank Bldg., Springfield, Mass.	Vice President
Albert P. Everts, Jr.	74 Webster Rd., Weston, Mass. 02193	100 Federal St., Boston, Mass. 02101	Vice President
Claude Maurice Falcon	395 Riverside Drive, New York, N.Y.	140 Broadway, New York, N.Y. 10005	Vice President
Henry A. Fischer, Jr.	515 Voltz Rd., Northbrook, Ill. 60062	208 S. LaSalle St., Chicago, Ill. 60604	Vice President

NAME

RESIDENCE

OFFICE

TITLE

Wid R. Gault	225 W. Sheridan Pl., Lake Bluff, Illinois	208 S. LaSalle St., Chicago, Ill.	Vice President
Bert Z. Gardner, Jr.	130 Warren St., Brookline, Mass. 02146	100 Federal Street, Boston, Mass. 02101	Sr. Vice President & Dir.
Robert Z. Gelfer	1117 Oak Trail Rd., Hillsdale, N.J. 07642	25 Broad St., New York, N.Y. 10004	Assistant Treasurer
Barbara V. Gels	522 Shadywood, Houston, Texas 77027	Tenneco Bldg., Houston, Texas 77002	Vice President
Ward J. Gang	1532 Demott Court, North Merrick, N.Y. 11566	140 Broadway, New York, N.Y. 10005	Vice President
Ray R. Gassner	2415 North 83 St., Wauwatosa, Wisconsin 53213	Marine Plaza, Milwaukee, Wisconsin 53201	Vice President
Neil Gilman, Jr.	16 Crown Terrace, Morrisville, Pa. 19067	140 Broadway, New York, N.Y. 10005	Vice President
Bert Gilmor, Jr.	West Neck Rd., R. D. #3, Lloyd Harbor, Huntington, N.Y.	140 Broadway, New York, N.Y. 10005	Vice President
Robert Green	2539 Indian Trail, S. F., Grand Rapids, Mich. 49506	One Vandenberg Center, Grand Rapids, Mich.	Vice President
Sam E. Greene, III	15 Pierrepont St., Brooklyn, New York	1 Battery Park Plaza, N. Y., N. Y. 10005	Assistant Secretary
Paul Bernard Guenther	2750 Johnson Ave., Bronx, New York 10463	140 Broadway, New York, N.Y. 10005	Vice President
Feld E. Hahn	200 East 66th St., New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
William J. Hibbard	15 Baldwin Lane, Reading, Mass. 01867	100 Federal St., Boston, Mass. 02101	Vice President
W. V. Ingram	3117 Beverly Drive, Dallas, Texas 75205	First National Bank Bldg., Dallas, Texas 75202	Vice President
Alwood Ives	1 Bennington Rd., Lexington, Mass. 02173	100 Federal St., Boston, Mass. 02101	Vice President
Charles W. Jones	1200 Virginia Road, San Marino, Calif. 91108	555 S. Flower St., Los Angeles, Calif. 90071	Sr. Vice President
James G. Kane, Jr.	80-88th St., Brooklyn, New York 11209	25 Broad St., New York, N.Y. 10004	Vice President
Harold M. Karoff	55 Sumner St., Cohasset, Mass. 02025	100 Federal Street, Boston, Mass. 02101	Vice President
Arthur Katz	5 Yukon Terrace, Morganville, New Jersey 07951	25 Broad St., New York, N.Y. 10004	Vice President
Edward C. Kearney	4 Wilshire Drive, Syosset, New York	140 Broadway, New York, N.Y. 10005	Vice President
Robert J. Kelley	8616 Ewing Dr., Bethesda, Md. 20834	615 Connecticut Ave., Washington, D.C. 20006	Vice President
Bert A. Keim	4422 Upland Dr., Erie, Pa. 16509	307 E. Daniel Baldwin Bldg., Erie, Pa. 16501	Vice President
George Stevenson Kemp, Jr.	4505 Coventry Road, Richmond, Virginia 23221	140 Broadway, New York, N.Y. 10005	Vice President
John Kiser, Jr.	1797 Colvin Ave., St. Paul, Minn. 55116	N. 100 First Nat'l. Bank Bldg., St. Paul, Minn.	Vice President
Ch. F. Lewis	1010 Memorial Dr., Cambridge, Mass. 02138	Harvard Business Review, Boston, Mass. 02613	Director
John LeBoutillier	1165 Fifth Ave., New York, N.Y. 10029	140 Broadway, New York, N.Y.	Chairman of Exec. Comm. & Director
Les Leonard	200 East 66 Street, New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Harold Lovejoy	1834 Princeton Ave., St. Paul, Minnesota 55105	4545 IDS Center, 80 South St., Minn., Minn.	Vice President
Joseph M. Luby	60 Geekman Rd., Summit, N.J. 07901	140 Broadway, New York, N.Y. 10005	Sr. Vice President
James Patrick MacGilvray	27 Ocean Wall, West Gilgo Beach, New York	25 Broad Street, New York, New York 10004	Vice President
Art J. Mattis	175-20 Oxford Terrace, Jamaica, New York	25 Broad Street, New York, N.Y. 10004	Vice President
Ed L. Mauck	450 East 63rd St., Apartment 8 F, N.Y., N.Y. 10021	140 Broadway, New York, N.Y. 10005	Assistant Secretary
Row J. McDonald	5 Stonehill Dr., Stonehill, Mass. 02180	100 Federal St., Boston, Mass. 02101	Sr. Vice President
Leis X. McDroy	40 Knollwood Rd., Rockville Center, New York 11570	25 Broad Street, New York, N.Y. 10004	Vice President
W. L. Meontemeyer	23 Plymouth Rd., Westfield, N.J. 07090	140 Broadway, New York, N.Y. 10005	Vice President
Art T. P. Metcalf	West Beach Hill, Beverly Farms, Mass. 01915	100 Federal St., Boston, Mass. 02101	Vice President
W. S. Miller	510 East 86th Street, Apt. 7 - A, New York, New York	140 Broadway, New York, New York 10005	Vice President
W. G. Moeller	1080 West Hurting Dr., Peatire, Ill. 60067	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
W. T. Morrison	2470 Cedar Point Dr., Wayzata, Minnesota 55391	4545 IDS Center, Minneapolis, Minn., 55402	Vice President
Samuel A. Morse	18 Milburn Lane, East Hills, New York 11577	140 Broadway, New York, New York 10005	Sr. Vice President
Ed E. Nickelson	503 Dartmouth Place, Flintcridge, California 91103	555 S. Flower St., Los Angeles, Calif. 90071	Sr. Vice President
Ed W. Niemiec	542 Dorchester Dr., River Vale, N.J. 07675	25 Broad Street, New York, N.Y. 10004	Sr. Vice President
Ed T. Nordberg	23 Tuttle Drive, Acton, Mass. 01720	100 Federal St., Boston, Mass. 02101	Vice President
Sam K. Palmer, III	6034 Mission Dr., Shawnee Mission, Kansas 66208	Ten Main Center, Kansas City, Kansas 64105	Vice President
Wace N. Peters	61 Carlton Terrace, Stewart Manor, New York 11530	140 Broadway, New York, New York 10005	Vice President

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
W. Robert Phillips	2521 Broadway, San Francisco, Calif. 94115	555 California St., San Francisco, Calif. 94104	Sr. Vice President
Alexander R. Piper, III	135 E. 74th St., Apt. 8A, New York, N.Y. 10021	25 Broad St., New York, New York 10004	Vice President
Randolph H. Post	77 Old Hyde Rd., Weston, Connecticut 06880	25 Broad St., New York, N.Y. 10004	Vice President
Albert Pratt	326 Powder Point Ave., Duxbury, Mass. 02332	100 Federal St., Boston, Mass. 02101	Vice Chairman of the Board Vice President & Director
Robert D. Punch	5908 Interlacen Blvd., Minneapolis, Minn. 55436	4545 I D S Center, Minneapolis, Minn. 55402	Sr. Vice President & Dir.
Robert L. Raclin	116 Burnham Place, Evanston, Ill. 60202	208 S. LaSalle St., Chicago, Ill. 60604	Sr. Vice President & Dir.
Carl H. Riley	2645 Herland Dr., Hudson, Ohio 44236	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
George Riordan	21 East 90th St., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Edward F. Saville	212 Aurora St., Hudson, Ohio 44236	20 E. Broad St., Columbus, Ohio	Sr. Vice President
James H. Schmidt	4460 Haverford Court, Columbus, Ohio 43220	140 Broadway, New York, New York 10005	Vice President
Frederick H. Schroeder	738 Tuxford Turn, Westfield, N.J. 07090	140 Broadway, New York, N.Y. 10005	Vice President
John H. Schwieger	44 Metropolitan Oval, New York, N.Y. 10462	140 Broadway, New York, N.Y. 10005	Sr. Vice President, Secretary & Director
Robert R. Seaman	1100 Clove Rd., Staten Island, N.Y. 10301	140 Broadway, New York, N.Y. 10005	Assistant Secretary
Francis P. Sears, Jr.	25 Gardiner St., Hamilton, Mass. 01936	100 Federal St., Boston, Mass. 02101	Vice President
Richard F. Shelton	250 Sea Cliff Ave., San Francisco, Calif. 12106	555 California St., San Francisco, Calif. 94104	Sr. Vice President
W. Stevens Sheppard	1165 Park Avenue, New York, N.Y. 10028	1 Battery Park Plaza, New York, N.Y. 10004	Vice President
Steven W. Sherman	35 West 9th St., New York, N.Y.	1 Battery Park Plaza, New York, N.Y. 10005	Vice President
David F. Simpson	11 East 87th St., N.Y., N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
William B. Smith	617 Embree Crescent, Westfield, New Jersey 07090	140 Broadway, New York, N.Y. 10005	Vice President
Richard A. Suppliger	47-07 167th St., Flushing, New York 11358	25 Broad St., New York, N.Y. 10004	Vice President
Edmund C. Switzer	46 Twinkl Road, St. James, New York 11780	25 Broad St., New York, N.Y. 10004	Vice President
Michael A. Taylor	315 E. 72nd Street, N.Y., N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Joseph W. Teeboom	1255 Peppertree Dr., Siesta Key, Sarasota, Fla. 33578	140 Broadway, New York, N.Y. 10005	Vice President
Frank L. Thompson	165 Roxbury Rd., Garden City, N.Y. 12475	25 Broad St., New York, N.Y. 10005	Vice President
Richard Lawrence Thorsell	327 Autumn Lane, Carlisle, Massachusetts 01741	140 Broadway, New York, N.Y. 10005	Vice President
Paul Tobin	93 Lenox Rd., Wayne, N.J. 07470	25 Broad St., New York, N.Y. 10004	Vice President
Frank A. Well	152 East 53rd St., New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Director Chairman of the Finance Committee & Director
Alan T. Wenzell	1170 Fifth Ave., New York, N.Y. 10029	140 Broadway, New York, New York 10005	Exec. Vice President & Dir.
Robert M. Wigod	1975 Park Ave., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
George H. Willis	c/o Mrs. deVoguo, 1320 N. State Pkwy, Chicago, Ill.	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Dorald M. Wright	The Paces, 77 E. Andrews Dr., N.W. (Apt. 361) Atlanta, Ga. 30305	1900 Trust Co. of Ga. Bldg., Atlanta, Ga. 30303	Sr. Vice President
Kwang-Suegn Wu	No. 5, Sol Patanasin, Linchoe Rd., Bangkok, Thailand	Palace Hotel, 1-1-1 Marunouchi, Chiyoda-Ku	Vice President
A. Jones Yorke	896 Park Ave., New York, N.Y. 10012	140 Broadway, New York, N.Y. 10005	President & Director

Dated: August 5, 1974

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

Paine, Webber, Jackson & Curtis Incorporated

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Paine, Webber, Jackson & Curtis, Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is 111 Westminster Street, Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is Joseph E. Adelson

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 100 West Tenth Street, Wilmington, Delaware

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Security and bond brokers and dealers.

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
Schedule	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
10,000,000	Common		\$ 1.00
2,000,000	Preferred		20.00

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
5,371,827	Common		\$ 1.00
1,371,795	Preferred		20.00

~~NINTH: The amount of its stated capital as of the close of business on December 31 next preceding the date hereof was \$~~

- ~~TENTH: (a) The value of all property owned by the corporation as of the close of business on December 31 next preceding the date hereof, wherever located . . . \$~~
- ~~(b) The value of all such property within Rhode Island \$~~
- ~~(c) Gross amount of business for 12 months ended preceding December 31 . . . \$~~
- ~~(d) Gross amount of business for 12 months ended preceding December 31 at or from places within Rhode Island . . . \$~~

~~(NOTE — If all the property of the corporation is located in this state and all of its business is transacted at or from places of business in this state, or if the corporation elects to pay the annual franchise tax on the basis of its entire stated capital, then the information required by this paragraph need not be set forth in this report.)~~

Dated February 27, 1974

Paine, Webber, Jackson & Curtis Incorporated

By Paul Toew
Its Vice President

By _____
Its _____

State of New York }
County of New York } Sc.

At New York in said county, this 27th day of February, 1974, before me personally appeared Paul Toew, who being first duly sworn, declared that he is the Vice President of Paine, Webber, Jackson & Curtis, Inc. that he signed the foregoing document as Vice President of said corporation, and that the statements therein contained are true.

Robert J. Tweeddale
Notary Public

ROBERT J. TWEEDDALE
Notary Public, State of New York
No. 23401000
Qualified in Richmond County
Commission Expires March 30, 1975

RECEIVED
MAR 27 1974
STATE
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PAINÉ, WEBBER, JACKSON & CURTIS INCORPORATED - Corporate Officers

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
Thomas H. Adams, Jr.	133 Dartmouth St., West Newton, Mass. 02165	100 Federal St., Boston, Mass. 02101	Vice President & Assistant Secretary
Walter M. Aikman	22 Fayerweather St., Cambridge, Mass. 55426	100 Federal St., Boston, Mass. 02101	Vice President
McIndoe Alexander	8243 Westwood Hills Curve, St. Louis Park, Minn. 55426	N. 100 First National Bank Bldg., St. Paul, Minn.	Vice President
Charles O. Amcs	8 Wawapek Rd., Cold Spring Harbor, N.Y. 11724	140 Broadway, New York, N.Y. 10005	Vice President
Henry Arbeeney	85 Plymouth Rd., Plandome, N.Y. 11030	140 Broadway, New York, N.Y. 10005	Sr. Vice President
Samuel T. Arnold, Jr.	50 Silver Hill Rd., Sudbury, Mass. 01776	Prudential Plaza, Boston, Mass. 02199	Vice President
Douglas L. Ayer	129 Round Hill Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Sr. Vice President
David G. Bartram	97 Doubling Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President & Treasurer
John E. Beebe	Royston Lane, Oyster Bay Cove, N.Y. 11771	140 Broadway, New York, N.Y. 10005	Sr. Vice President
H. Duane Billmeyer, Jr.	2901 Woodland Ct., Royal Oak, Michigan 48069	625 Shelby Street, Detroit, Michigan 48226	Vice President
Orest E. Bliss	200 East 66 St., New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Warren F. Boos	18780 San Diego Blvd., Lathrup Village, Mich. 48075	625 Shelby St., Detroit, Mich. 48226	Vice President
Richard P. Bowman	820 Euclypus Rd., Hillsborough, Calif. 94010	333 Pine St., San Francisco, Calif. 94104	Vice President
Barron C. Boyd	Route 1, Box M 28, DelMar, Calif. 92014	555 S. Flower St., Los Angeles, Calif. 90071	Vice President
Eugene R. Brennan	79 Oxford Blvd., Garden City, N.Y. 11530	140 Broadway, New York, N.Y. 10005	Sr. Vice President
C. Edward Brown	471 Heights Road, Ridgewood, New Jersey 07450	140 Broadway, New York, New York 10005	Vice President
Donald E. Brown	33 Drake Rd., Somerset, N.J. 08873	25 Broad St., New York, New York 10004	Vice President
John G. Capps, Jr.	9235 Greenwood Ave., Munster, Indiana 46321	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
William B. Cary	840 Verna Hill Rd., Fairfield, Conn. 06430	140 Broadway, New York, N.Y. 10005	Exec. Vice President & Mr.
Richard F. Corrington	61 Londonderry Dr., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President
Alfred J. Coyle	165 East 66th Street, New York, N.Y. 10021 (Apt. 12B)	140 Broadway, New York, N.Y. 10005	Vice President
William P. Cowden	3770 East Surrey Court, Rocky River, Ohio 44116	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
William J. Crerend	50 Romer Avenue, Picasantville, New York 10570	140 Broadway, New York, N.Y. 10005	Vice President
John F. Curley, Jr.	94 Harriman Rd., Irvington, New York 10533	140 Broadway, New York, N.Y. 10005	Exec. Vice President & D
Nelson J. Darling, Jr.	74 Beach Bluff Ave., Swampscott, Mass. 01907	100 Federal St., Boston, Mass. 02101	Chairman of the Executive Committee & Director
James W. Davant	Horse Shoe Rd., Mill Neck, N.Y. 11765	140 Broadway, New York, N.Y. 10005	Chairman of the Board & Chief Executive Officer
Robert J. Davis	84 Woodmont Dr., Woodcliff Lake, N.J. 07675	140 Broadway, New York, N.Y. 10005	Vice President
James J. Delaney	1036 Lakeside Place, Baldwin, N.Y. 11510	25 Broad Street, New York, N.Y. 10004	Assistant Secretary
John de Saint Phalle	Oregon Road, Armonk, New York	140 Broadway, New York, N.Y. 10005	Vice President
Edgar H. Donohoe	10 Forest Drive, Short Hills, New Jersey	25 Broad St., New York, N.Y. 10004	Vice President
Richard C. Dunham	37 Springbrook Rd., Morristown, New Jersey	1 Battery Park Plaza, New York, N.Y. 10004	Vice President
Paul Elvidge	449 Wastena Terrace, Ridgewood, N.J. 07450	25 Broad St., New York, N.Y. 10004	Vice President
Eric C. Erickson	99 Wilkin Dr., Longmeadow, Mass. 01106	Third National Bank Bldg., Springfield, Mass.	Vice President
Albert P. Everts, Jr.	74 Webster Rd., Weston, Mass. 02193	100 Federal St., Boston, Mass. 02101	Vice President
Harry A. Fischer, Jr.	515 Voltz Rd., Northbrook, Ill. 60062	208 S. LaSalle St., Chicago, Ill. 60604	Vice President

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
W. Robert Phillips	2521 Broadway, San Francisco, Calif. 94115	555 California St., San Francisco, Calif. 94104	Sr. Vice President
Alexander R. Piper, III	135 E. 74th St., Apt. 8A, New York, N.Y. 10021	25 Broad St., New York, New York 10004	Vice President
Randolph H. Post	77 Old Hyde Rd., Weston, Connecticut 06880	25 Broad St., New York, N.Y. 10004	Vice President
Albert Pratt	326 Powder Point Ave., Duxbury, Mass. 02332	100 Federal St., Boston, Mass. 02101	Vice Chairman of the Board Vice President & Director
Robert D. Punch	5908 Interlacen Blvd., Minneapolis, Minn. 55436	Pillsbury Bldg., Minneapolis, Minn. 53201	Sr. Vice President & Dir.
Robert L. Raclyn	116 Burnham Place, Evanston, Ill. 60202	208 S. LaSalle St., Chicago, Ill. 60604	Sr. Vice President & Dir.
Noel P. Rahn	101 Brook Hollow La., Stamford, Conn. 06902	140 Broadway, New York, N.Y. 10005	Sr. Vice President
Carl H. Riley	2645 Harland Dr., Hudson, Ohio 44236	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
George Riordan	21 East 90th St., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
James H. Schmidt	4460 Haverford Court, Columbus, Ohio 43220	20 E. Broad St., Columbus, Ohio 43215	Vice President
Frederick H. Schroeder	738 Tuxford Turn, Westfield, N.J. 07090	140 Broadway, New York, New York 10005	Vice President
John H. Schwieger	44 Metropolitan Oval, New York, N.Y. 10462	140 Broadway, New York, N.Y. 10005	Sr. Vice President, Secretary & Director
Robert R. Scaman	1100 Clove Rd., Staten Island, N.Y. 10301	140 Broadway, New York, N.Y. 10005	Assistant Secretary
Francis P. Sears, Jr.	25 Gardiner St., Hamilton, Mass. 01936	100 Federal St., Boston, Mass. 02101	Vice President
Richard F. Shelton	250 Sea Cliff Ave., San Francisco, Calif. 12106	333 Pine St., San Francisco, Calif. 94104	Sr. Vice President
W. Stevens Sheppard	1165 Park Avenue, New York, N.Y. 10028	1 Battery Park Plaza, New York, N.Y. 10004	Vice President
David E. Simpson	11 East 87th St., N.Y., N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
William B. Smith	617 Embree Crescent, Westfield, New Jersey 07090	140 Broadway, New York, N.Y. 10005	Vice President
Richard A. Suppliger	47-07 167th St., Flushing, New York 11358	25 Broad St., New York, N.Y. 10004	Vice President
Edmund C. Switzer	46 Twixt Road, St. James, New York 11780	25 Broad St., New York, N.Y. 10004	Vice President
Joseph W. Teeboon	1255 Peppertree Dr., Siesta Key, Sarasota, Fla. 33578	Suite 820, First Federal Bldg., Sarasota, Fla.	Vice President
Frank L. Thompson	165 Roxbury Rd., Garden City, N.Y. 12475	25 Broad St., New York, N.Y. 10004	Vice President
James P. Thompson	100 Sonn Dr., Rye, New York 10580	25 Broad St., New York, N.Y. 10004	Sr. Vice President
Paul Tobin	93 Lenox Rd., Wayne, N.J. 07470	25 Broad St., New York, N.Y. 10004	Vice President & Dir.
Frank A. Well	152 East 63rd St., New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Chairman of the Finance Committee & Director
Alan T. Wenzell	1170 Fifth Ave., New York, N.Y. 10029	140 Broadway, New York, New York 10005	Exec. Vice President & Dir.
Robert M. Wigod	1075 Park Ave., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
George H. Willis	c/o Mrs. deVogue, 1320 N. State Pkwy, Chicago, Ill.	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Donald M. Wright	The Paces, 77 E. Andrews Dr., N.W. (Apt. 361) Atlanta, Ga.	30305 1900 Trust Co. of Ga. Bldg., Atlanta, Ga.	Sr. Vice President
A. Jones Yorke	888 Park Ave., New York, N.Y. 10012	140 Broadway, New York, N.Y. 10005	Exec. Vice President & Dir.

Dated: January 7, 1974

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Paine, Webber, Jackson & Curtis, Incorporated

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Incorporated

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is 111 Westminster Street, Providence, R.I. 02903
and the name of its registered agent in Rhode Island at such address is Joseph E. Adelson

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Wilmington, Delaware

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Security & Bond brokers & dealers

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
Schedule	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

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2,000,000	Preferred		20.00

MAR 3 - 1973

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
5,371,825	Common		\$ 1.00
1,371,795	Preferred		20.00

Dated February 27, 1973

Paine, Webber, Jackson & Curtis Incorporated
(NAME OF CORPORATION)

By

W. J. Patterson

Its Vice President

HR 14-73 SEC. 27 STATE - 1969 27-1-15.00

PAINLE, WEBBER, JACKSON & CURTIS INCORPORATED - Corporate Officers

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
Thomas H. Adams, Jr.	133 Dartmouth St., West Newton, Mass. 02165	24 Federal St., Boston, Mass. 02102	Vice President & Assistant Secretary
Walter M. Alkman	22 Fayerweather St., Cambridge, Mass. 55426	24 Federal St., Boston, Mass. 02102	Vice President
McIndoe Alexander	8243 Westwood Hills Curve, St. Louis Park, Minn.	Phillisbury Bldg., Minneapolis, Minn. 55402	Vice President
Charles O. Ames	8 Wawapok Rd., Cold Spring Harbor, N.Y. 11724	140 Broadway, New York, N.Y. 10005	Vice President
Henry Arbeeny	85 Plymouth Rd., Plandome, N.Y. 11030	140 Broadway, New York, N.Y. 10005	Vice President
Samuel T. Arnold, Jr.	56 Silver Hill Rd., Sudbury, Mass. 01776	Prudential Plaza, Boston, Mass. 02199	Vice President
Douglas L. Ayer	129 Round Hill Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President
David G. Bartam	97 Doubling Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President
John E. Beebe	Royston Lane, Oyster Bay Cove, N.Y. 11771	140 Broadway, New York, N.Y. 10005	Vice President
H. Duane Billmeyer, Jr.	2910 Woodland Court, Royal Oak, Mich. 48069	625 Shelby St., Detroit, Mich. 48226	Vice President
Orest E. Bliss	200 East 66 St., New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Warren F. Boos	18780 San Diego Blvd., Lathrup Village, Mich. 48075	625 Shelby St., Detroit, Mich. 48226	Vice President
Richard P. Bowmar	820 Euclypus Rd., Hillsborough, Calif. 94010	333 Pine St., San Francisco, Calif. 94104	Vice President
Barton C. Boyd	Route 1, Box M 28, DelMar, Calif. 92014	204 W Seventh St., Los Angeles, Calif. 90014	Vice President
Eugene R. Brennan	79 Oxford Blvd., Garden City, N.Y. 11530	140 Broadway, New York, N.Y. 10005	Vice President
Donald E. Brown	33 Drake Rd., Somerset, N.J. 08873	140 Broadway, New York, N.Y. 10005	Vice President
Van Dyke Burhans, Jr.	315 East 70th St., New York, N.Y. 10021	25 Broad Street, New York, N.Y. 10004	Vice President
John G. Capps, Jr.	9235 Greenwood Ave., Munster, Indiana 46321	208 S. LaSalle St., Chicago, Ill. 60604	Vice President & Director
William B. Cary	840 Verna Hill Rd., Fairfield, Conn. 06430	140 Broadway, New York, N.Y. 10005	Vice President
Richard F. Corrington	61 Londonderry Dr., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President
William P. Cowden	3770 East Surrey Court, Rocky River, Ohio 44116	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
John F. Curley, Jr.	94 Hartman Rd., Irvington, New York 10533	140 Broadway, New York, N.Y. 10005	Vice President & Assistant Secretary
Nelson J. Darling, Jr.	74 Beach Bluff Ave., Swampscott, Mass. 01907	24 Federal St., Boston, Mass. 02102	Chairman of the Executive Committee & Director
James W. Davant	Horse Shoe Rd., Mill Neck, N.Y. 11765	140 Broadway, New York, N.Y. 10005	Chairman of the Board & Chief Executive Officer
James J. Delaney	1036 Lakeside Place, Baldwin, N.Y. 11510	140 Broadway, New York, N.Y. 10005	Assistant Secretary
Walter E. Dennis	4 Dogwood Lane, Tenafly, N.J. 07670	140 Broadway, New York, N.Y. 10005	Vice President
James P. Dolan	350 East Wooland Rd., Lake Forest, Ill. 60045	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Paul Elvidge	449 Wustena Terrace, Ridgewood, N.J. 07450	25 Broad Street, New York, N.Y. 10005	Vice President
Eric C. Erickson	99 Wilkin Dr., Longmeadow, Mass. 01106	Third National Bank Bldg., Springfield, Mass.	Vice President
Albert P. Iverts, Jr.	74 Webster Rd., Weston, Mass. 02193	24 Federal St., Boston, Mass. 02102	Vice President
Harry A. Fischer, Jr.	515 Voltz Rd., Northbrook, Ill. 60062	208 S. LaSalle St., Chicago, Ill. 60604	Vice President

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
W. Richard Fleckner	42 Hunting Ridge Rd., Stamford, Conn. 06903	140 Broadway, New York, N.Y. 10005	Vice President
George P. Gardner, Jr.	130 Warren St., Brookline, Mass. 02146	24 Federal St., Boston, Mass. 02102	Vice President & Director
Duane V. Geils	522 Shadywood, Houston, Texas 77027	Tenneco Bldg., Houston, Texas 77002	Vice President
Harry R. Gessner	2415 North 83rd St., Wauwatosa, Wisc. 53213	Marine Plaza, Milwaukee, Wisc. 53201	Vice President
H. Neil Gilman, Jr.	16 Crown Terrace, Morristville, Pa. 19067	140 Broadway, New York, N.Y. 10005	Vice President
Robert Gilmor	178 Cove Rd., Oyster Bay, N.Y. 11771	25 Broad Street, New York, N.Y. 10005	Vice President & Director
Robert Gilmor, Jr.	West Neck Rd., R.D.#3, Lloyd Harbor, Huntington, N.Y.	140 Broadway, New York, N.Y. 10005	Vice President
J. Robert Green	2539 Indian Trail, S.E., Grand Rapids, Mich. 49506	One Vandenbergh Center, Grand Rapid, Mich.	Vice President
William J. Hibbard	16 Baldwin Lane, Reading, Mass. 01867	24 Federal St., Boston, Mass. 02102	Vice President & Assistant Secretary
Don V. Ingram	3117 Beverly Drive, Dallas, Texas 75205	First National Bank Bldg., Dallas, Texas 75202	Vice President
J. Atwood Ives	68 Chestnut Street, Boston, Mass. 02108	24 Federal St., Boston, Mass. 02102	Vice President
Robert B. Johnson	180 East End Ave., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Leslie D. Joyner	792 Hot Springs Rd., Santa Barbara, Calif. 93103	1100 State St., Santa Barbara, Calif. 93104	Vice President
Thomas G. Kane, Jr.	80-88th Street, Brooklyn, New York 11209	25 Broad Street, New York, N.Y. 10004	Vice President
Richard M. Karoff	55 Summer St., Cohasset, Mass. 02025	24 Federal St., Boston, Mass. 02102	Vice President
Robert J. Kelley	8616 Ewing Dr., Bethesda, Md. 20034	815 Connecticut Ave., Washington, D.C. 20006	Vice President
Robert A. Keim	4422 Upland Dr., Erie, Pa. 16509	307 G. Daniel Baldwin Bldg, Erie, Pa. 16501	Vice President
G. Stevenson Kemp, Jr.	4605 Coventry Rd., Richmond, Va.	830 East Main St., Richmond, Va. 23214	Vice President
Manown Kisor, Jr.	Youngs Rd., New Vernon, N.J.	140 Broadway, New York, N.Y. 10005	Vice President
Jep D. Knox	1797 Colvin Ave., St. Paul, Minn. 55116	N. 100 First Nat'l. Bank Bldg., St. Paul, Minn.	Vice President
Wright B. Lewis	185 E. 85th St., New York, N.Y. 10028	25 Broad Street, New York, N.Y. 10004	Vice President
Martin LeBoutillier	1165 Fifth Ave., New York, N.Y. 10029	140 Broadway, New York, N.Y. 10005	President, Chief Operating Officer & Director
James Leonard	200 East 66 Street, New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Joseph M. Luby	60 Beckman Rd., Summit, N.J. 07901	140 Broadway, New York, N.Y. 10005	Vice President
Luttrell Macclin	R. D. Ringoes, N.J. 08551	25 Broad Street, N.Y. 10004	Vice President & Assistant Secretary
Lloyd W. Mason, Jr.	5401 E. Palo Verde Dr., Scottsdale, Ariz.	6750 East Camelback Rd., Scottsdale, Ariz.	Vice President
Ward I. Mauck	Katonah's Wood Rd., Katonah, N.Y.	140 Broadway, New York, N.Y. 10005	Assistant Secretary
Andrew J. McDonald	5 Stonehill Dr., Stonehill, Mass. 02180	24 Federal St., Boston, Mass. 02102	Vice President
Francis X. McElroy	250 N. Village Ave., Rockville Center, N.Y. 11570	25 Broad Street, New York, N.Y. 10004	Vice President
James E. McHale	6 E. Laurel Ave., Lake Forest, Ill. 60045	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Alvin L. Meentemeier	23 Plymouath Rd., Westfield, N.J. 07090	140 Broadway, New York, N.Y. 10005	Vice President
Theodore F. Mende	4608 Liberty Ave., North Bergen, N.J. 07047	25 Broad Street, New York, N.Y. 10005	Vice President
Robert T. P. Metcalf	West Beach Hill, Beverly Farms, Mass. 01915	24 Federal St., Boston, Mass. 02102	Vice President

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
Edwin G. Moeller	1080 West Hunting Dr., Palatine, Ill. 60067	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Angus T. Morrison	Box 90, Route 3, Wayata, Minnesota	Pillsbury Bldg., Minneapolis, Minn. 53201	Vice President
Donald E. Nickelson	4033 Alta Vista Dr., Pasadena, Calif. 91103	204 W. Seventh St., Los Angeles, Calif. 90014	Vice President
Edward W. Niemiec	542 Dorchester Dr., River Vale, N.J. 07675	25 Broad Street, New York, N.Y. 10004	Vice President & Assistant Secretary
Harold F. Nordberg	23 Tuttle Drive, Acton, Mass. 01720	24 Federal St., Boston, Mass. 02102	Vice President
Frank W. North	6432 Aberdeen Rd., Shawnee Mission, Kansas 66208	TenMain Center, Kansas City, Kansas 64105	Vice President
William K. Palmer III	6034 Mission Dr., Mission Hills, Kansas 66208	TenMain Center, Kansas City, Kansas 64105	Vice President
Alexander R. Piper III	135 E. 74th St., Apt. 8A, New York, N.Y. 10021	25 Broad Street, New York, N.Y. 10004	Vice President
Randolph H. Post	300 Martine Ave., White Plains, N.Y. 10606	25 Broad Street, New York, N.Y. 10004	Vice President
Frederick R. Postlethwaite	8426 Spring Mill Court, Indianapolis, Indiana 46260	111 Monument Circle, Indianapolis, Indiana	Vice President
Albert Pratt	326 Powder Point Ave., Duxbury, Mass. 02332	24 Federal St., Boston, Mass. 02102	Senior Vice President & Director
Robert D. Punch	5908 Interlachen Blvd., Minneapolis, Minn. 55436	Pillsbury Bldg., Minneapolis, Minn. 53201	Vice President & Director
Robert L. Raclin	116 Burnham Place, Evanston, Ill. 60202	208 S. LaSalle St., Chicago, Ill. 60604	Vice President & Director
Carl H. Riley	2645 Harland Dr., Hudson, Ohio 44236	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
George Riordan	21 East 90th St., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Edward F. Saville	212 Aurora St., Hudson, Ohio 44236	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
John H. Schwieger	44 Metropolitan Oval, New York, N.Y. 10462	140 Broadway, New York, N.Y. 10005	Vice President, Secretary & Director
Francis P. Sears, Jr.	25 Gardner St., Hamilton, Mass. 01936	24 Federal St., Boston, Mass. 02102	Vice President
Richard F. Shelton	250 Sea Cliff Ave., San Francisco, Calif. 12106	333 Pine St., San Francisco, Calif. 94104	Vice President
David E. Simpson	11 East 87th St., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Joseph W. Teeboom	1197 Pine Valley Rd., RFD#1, Oyster Bay, N.Y. 14872	425 Park Ave., New York, N.Y. 10022	Vice President
Frank L. Thompson	165 Roxbury Rd., Garden City, N.Y. 12475	25 Broad Street, New York, N.Y. 10004	Vice President
James P. Thompson	100 Sonn Drive, Rye, New York 10580	25 Broad Street, New York, N.Y. 10004	Vice President
Paul Tobin	93 Lennox Rd., Wayne, N.J. 07470	25 Broad Street, New York, N.Y. 10004	Vice President, Assistant Secretary & Director
Norran K. Toerge, Jr.	135 East 54th St., New York, N.Y. 10022	25 Broad Street, New York, N.Y. 10004	Vice President
H. Richard Walker	2245 Country Club Dr., Huntingdon Valley, Pa. 19006	Four Penn Center Plaza, Philadelphia, Pa. 19144	Vice President
George Washburn	10 Gracie Square, New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Alan T. Wenzell	1170 Fifth Ave., New York, N.Y. 11357	140 Broadway, New York, N.Y. 10005	Vice President & Director
George H. Willis	c/o Mrs. devogue, 1320 N. State Parkway, Chicago, Ill.	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Donald M. Wright	25 Ferncliff Rd., Cos Cob, Conn. 06807	140 Broadway, New York, N.Y. 10005	Vice President

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

PAINE, WEBBER, JACKSON & CURTIS INCORPORATED

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

PAINE, WEBBER, JACKSON & CURTIS INCORPORATED

SECOND: It is incorporated under the laws of **Delaware**

THIRD: The address of its registered office in Rhode Island is

111 Westminster Street, Providence, R. I. 02903

and the name of its registered agent in Rhode Island at such address is

Joseph E. Adelson

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is **100 West Tenth Street, Wilmington, Delaware**

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is **Security & Bond Brokers & Dealers**

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
Schedule Attached	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
6,000,000	Common		\$ 1.00
1,000,000	Preferred's		10.00

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Dated February 14, 1972

By Paula L. Jackson
its Vice President
Paula L. Jackson, Jackson & Associates
(NAME OF CORPORATION)

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
4,000,000	Common		\$1.00

PAINE, WEBBER, JACKSON & CURTIS INCORPORATED - Corporate Officers

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
Thomas H. Adams, Jr.	133 Dartmouth St., West Newton, Mass. 02165	24 Federal St., Boston, Mass. 02102	Vice President & Assistant Secretary
Walter M. Alkman	22 Fayerweather St., Cambridge, Mass. 55426	24 Federal St., Boston, Mass. 02102	Vice President
McIndoe Alexander	8243 Westwood Hills Curve, St. Louis Park, Minn.	Pillsbury Bldg., Minneapolis, Minn. 55402	Vice President
Charles O. Ames	8 Wawapek Rd., Cold Spring Harbor, N.Y. 11724	140 Broadway, New York, N.Y. 10005	Vice President
Henry Arbeeny	85 Plymouth Rd., Plandome, N.Y. 11030	140 Broadway, New York, N.Y. 10005	Vice President
Samuel T. Arnold, Jr.	56 Silver Hill Rd., Sudbury, Mass. 01776	Prudential Plaza, Boston, Mass. 02199	Vice President
Douglas L. Ayer	129 Round Hill Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President & Treasurer
David G. Bartram	97 Doubling Rd., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President
John E. Beebe	Royston Lane, Oyster Bay Cove, N.Y. 11771	140 Broadway, New York, N.Y. 10005	Vice President
H. Duane Billmeyer, Jr.	2910 Woodland Court, Royal Oak, Mich. 48069	625 Shelby St., Detroit, Mich. 48226	Vice President
Orest F. Bliss	200 East 66 St., New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Warren F. Boos	18780 San Diego Blvd., Lathrup Village, Mich. 48075	625 Shelby St., Detroit, Mich. 48226	Vice President
Richard P. Bowman	820 Euclypius Rd., Hillsborough, Calif. 94010	333 Pine St., San Francisco, Calif. 94104	Vice President
Barton C. Boyd	Route 1, Box M 28, DelMar, Calif. 92014	204 W Seventh St., Los Angeles, Calif. 90014	Vice President
Eugene R. Brennan	79 Oxford Blvd., Garden City, N.Y. 11530	140 Broadway, New York, N.Y. 10005	Vice President
Donald E. Brown	33 Drake Rd., Somerset, N.J. 08873	140 Broadway, New York, N.Y. 10005	Vice President
Van-Dyke Burhans, Jr.	315 East 70th St., New York, N.Y. 10021	25 Broad Street, New York, N.Y. 10004	Vice President
John G. Capps, Jr.	9235 Greenwood Ave., Munster, Indiana 46321	208 S. LaSalle St., Chicago, Ill. 60604	Vice President & Director
William B. Cary	840 Verna Hill Rd., Fairfield, Conn. 06430	140 Broadway, New York, N.Y. 10005	Vice President
Richard F. Corrington	61 Londonderry Dr., Greenwich, Conn. 06830	140 Broadway, New York, N.Y. 10005	Vice President
William P. Cowden	3770 East Surrey Court, Rocky River, Ohio 44116	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
John F. Curley, Jr.	94 Hartman Rd., Irvington, New York 10533	140 Broadway, New York, N.Y. 10005	Vice President & Assistant Secretary
Nelson J. Darling, Jr.	74 Beach Bluff Ave., Swampscott, Mass. 01907	24 Federal St., Boston, Mass. 02102	Chairman of the Executive Committee & Director
James W. Davant	Horse Shoe Rd., Mill Neck, N.Y. 11765	140 Broadway, New York, N.Y. 10005	Chairman of the Board & Chief Executive Officer
James J. Delaney	1036 Lakeside Place, Baldwin, N.Y. 11510	140 Broadway, New York, N.Y. 10005	Assistant Secretary
Walter E. Dennis	4 Dogwood Lane, Tenafly, N.J. 07670	140 Broadway, New York, N.Y. 10005	Vice President
James P. Dolan	350 East Wooland Rd., Lake Forest, Ill. 60045	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Paul Elvidge	449 Wastena Terrace, Ridgewood, N.J. 07450	25 Broad Street, New York, N.Y. 10005	Vice President
Eric C. Erickson	99 Wilkin Dr., Longmeadow, Mass. 01106	Third National Bank Bldg., Springfield, Mass.	Vice President
Albert P. Everts, Jr.	74 Webster Rd., Weston, Mass. 02193	24 Federal St., Boston, Mass. 02102	Vice President
Harry A. Fischer, Jr.	515 Voltz Rd., Northbrook, Ill. 60062	208 S. LaSalle St., Chicago, Ill. 60604	Vice President

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
W. Richard Fleckner	42 Hunting Ridge Rd., Stamford, Conn. 06903	140 Broadway, New York, N.Y. 10005	Vice President
George P. Gardner, Jr.	130 Warren St., Brookline, Mass. 02146	24 Federal St., Boston, Mass. 02102	Vice President & Director
Duane V. Gels	522 Shadywood, Houston, Texas 77027	Tenneco Bldg., Houston, Texas 77002	Vice President
Harry R. Gessner	2415 North 83rd St., Wauwatosa, Wisc. 53213	Marine Plaza, Milwaukee, Wisc. 53201	Vice President
H. Nell Gilman, Jr.	16 Crown Terrace, Morrisville, Pa. 19067	140 Broadway, New York, N.Y. 10005	Vice President
Robert Gilmor	178 Cove Rd., Oyster Bay, N.Y. 11771	25 Broad Street, New York, N.Y. 10005	Vice President & Director
Robert Gilmor, Jr.	West Neck Rd., R.D.#3, Lloyd Harbor, Huntington, N.Y.	140 Broadway, New York, N.Y. 10005	Vice President
J. Robert Green	2539 Indian Trail, S.E., Grand Rapids, Mich. 49506	One Vandenberg Center, Grand Rapids, Mich.	Vice President
William J. Hibbard	16 Baldwin Lane, Reading, Mass. 01867	24 Federal St., Boston, Mass. 02102	Vice President & Assistant Secretary
Don V. Ingram	3117 Beverly Drive, Dallas, Texas 75205	First National Bank Bldg., Dallas, Texas 75202	Secretary
J. Atwood Ives	68 Chestnut Street, Boston, Mass. 02108	24 Federal St., Boston, Mass. 02102	Vice President
Robert B. Johnson	180 East End Ave., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Leslie D. Joynes	792 Hot Springs Rd., Santa Barbara, Calif. 93103	1100 State St., Santa Barbara, Calif. 93104	Vice President
Thomas G. Kane, Jr.	80-88th Street, Brooklyn, New York 11209	25 Broad Street, New York, N.Y. 10004	Vice President
Richard M. Karoff	55 Sumner St., Cohasset, Mass. 02025	24 Federal St., Boston, Mass. 02102	Vice President
Robert J. Kelley	8616 Ewing Dr., Bethesda, Md. 20034	815 Connecticut Ave., Washington, D.C. 20006	Vice President
Rogert A. Kelm	4422 Upland Dr., Erie, Pa. 16509	307 G. Daniel Baldwin Bldg, Erie, Pa. 16501	Vice President
G. Stevenson Kemp, Jr.	4605 Coventry Rd., Richmond, Va.	830 East Main St., Richmond, Va. 23214	Vice President
Manown Kisor, Jr.	Youngs Rd., New Vernon, N.J.	140 Broadway, New York, N.Y. 10005	Vice President
Jep D. Knox	1797 Colvin Ave., St. Paul, Minn. 55116	N. 100 First Nat'l Bank Bldg., St. Paul, Minn.	Vice President
Wright B. Lewis	185 E. 85th St., New York, N.Y. 10028	25 Broad Street, New York, N.Y. 10004	Vice President
Martin Leboutillier	1165 Fifth Ave., New York, N.Y. 10029	140 Broadway, New York, N.Y. 10005	President, Chief Operating Officer & Director
James Leonard	200 East 66 Street, New York, N.Y. 10021	140 Broadway, New York, N.Y. 10005	Vice President
Joseph M. Luby	60 Beekman Rd., Summit, N.J. 07901	140 Broadway, New York, N.Y. 10005	Vice President
Iutrell Maclin	R. D. Ringoes, N.J. 08551	25 Broad Street, N.Y. 10004	Vice President & Assistant Secretary
Lloyd W. Mason, Jr.	5401 E. Palo Verde Dr., Scottsdale, Ariz.	6750 East Camelback Rd., Scottsdale, Ariz.	Vice President
Ward I. Mauck	Katonah's Wood Rd., Katonah, N.Y.	140 Broadway, New York, N.Y. 10005	Assistant Secretary
Andrew J. McDonald	5 Stonehill Dr., Stonehill, Mass. 02180	24 Federal St., Boston, Mass. 02102	Vice President
Francis X. McDroy	250 N. Village Ave., Rockville Center, N.Y. 11570	25 Broad Street, New York, N.Y. 10004	Vice President
James E. McHale	6 F. Laurel Ave., Lake Forest, Ill. 60045	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Alvin L. Neentemeier	23 Plymouth Rd., Westfield, N.J. 07090	140 Broadway, New York, N.Y. 10005	Vice President
Theodore F. Mende	4608 Liberty Ave., North Bergen, N.J. 07047	25 Broad Street, New York, N.Y. 10005	Vice President
Robert T. P. Metcalf	West Beach Hill, Beverly Farms, Mass. 01915	24 Federal St., Boston, Mass. 02102	Vice President

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>	<u>TITLE</u>
Edwin G. Moeller	1080 West Hunting Dr., Palatine, Ill. 60067	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Angus T. Morrison	Box 90, Route 3, Wayata, Minnesota	Pillsbury Bldg., Minneapolis, Minn. 53201	Vice President
Donald E. Nickelson	4033 Alta Vista Dr., Pasadena, Calif. 91103	204 W. Seventh St., Los Angeles, Calif. 90014	Vice President
Edward W. Niemiec	542 Dorchester Dr., River Vale, N.J. 07675	25 Broad Street, New York, N.Y. 10004	Vice President & Assistant Secretary
Harold F. Nordberg	23 Tuttle Drive, Acton, Mass. 01720	24 Federal St., Boston, Mass. 02102	Vice President
Frank W. North	6432 Aberdeen Rd., Shawnee Mission, Kansas 66208	TenMain Center, Kansas City, Kansas 64105	Vice President
William K. Palmer III	6034 Mission Dr., Mission Hills, Kansas 66208	TenMain Center, Kansas City, Kansas 64105	Vice President
Alexander R. Piper III	135 E. 74th St., Apt. 8A, New York, N.Y. 10021	25 Broad Street, New York, N.Y. 10004	Vice President
Randolph H. Post	300 Martine Ave., White Plains, N.Y. 10606	25 Broad Street, New York, N.Y. 10004	Vice President
Frederick R. Postlethwaite	8426 Spring Mill Court, Indianapolis, Indiana 46260	111 Monument Circle, Indianapolis, Indiana	Vice President
Albert Pratt	326 Powder Point Ave., Duxbury, Mass. 02332	24 Federal St., Boston, Mass. 02102	Senior Vice President & Director
Robert D. Punch	5908 Interlachen Blvd., Minneapolis, Minn. 55436	Pillsbury Bldg., Minneapolis, Minn. 53201	Vice President & Director
Robert L. Raclin	116 Burnham Place, Evanston, Ill. 60202	208 S. LaSalle St., Chicago, Ill. 60604	Vice President & Director
Carl H. Riley	2645 Harland Dr., Hudson, Ohio 44236	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
George Riordan	21 East 90th St., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Edward F. Saville	212 Aurora St., Hudson, Ohio 44236	1021 Euclid Ave., Cleveland, Ohio 44115	Vice President
John H. Schwieger	44 Metropolitan Oval, New York, N.Y. 10462	140 Broadway, New York, N.Y. 10005	Vice President, Secretary & Director
Francis P. Sears, Jr.	25 Gardner St., Hamilton, Mass. 01936	24 Federal St., Boston, Mass. 02102	Vice President
Richard F. Shelton	250 Sea Cliff Ave., San Francisco, Calif. 12106	333 Pine St., San Francisco, Calif. 94104	Vice President
David E. Simpson	11 East 87th St., New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Joseph W. Teeboon	1197 Pine Valley Rd., RFD#1, Oyster Bay, N.Y. 14872	425 Park Ave., New York, N.Y. 10022	Vice President
Frank L. Thompson	165 Roxbury Rd., Garden City, N.Y. 12475	25 Broad Street, New York, N.Y. 10004	Vice President
James P. Thompson	100 Sonn Drive, Rye, New York 10580	25 Broad Street, New York, N.Y. 10004	Vice President
Paul Tobin	93 Lennox Rd., Wayne, N.J. 07470	25 Broad Street, New York, N.Y. 10004	Vice President, Assistant Secretary & Director
Norman K. Toerge, Jr.	135 Fast 54th St., New York, N.Y. 10022	25 Broad Street, New York, N.Y. 10004	Vice President
H. Richard Walker	2245 Country Club Dr., Huntingdon Valley, Pa. 19006	Four Penn Center Plaza, Philadelphia, Pa. 19144	Vice President
George Washburn	10 Cradle Square, New York, N.Y. 10028	140 Broadway, New York, N.Y. 10005	Vice President
Alan T. Wenzell	1170 Fifth Ave., New York, N.Y. 11357	140 Broadway, New York, N.Y. 10005	Vice President & Director
George H. Willis	c/o Mrs. devogue, 1320 N. State Parkway, Chicago, Ill.	208 S. LaSalle St., Chicago, Ill. 60604	Vice President
Donald M. Wright	25 Ferncliff Rd., Cos Cob, Conn. 06807	140 Broadway, New York, N.Y. 10005	Vice President