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CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

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AND
FILED

95 MAY - 1 AM 11:49

TALLAHASSEE, FLORIDA

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DO NOT WRITE IN THIS SPACE

DOCUMENT # 819220 (5)

1. Corporation Name
KIDDER, PEABODY & CO., INCORPORATED

Principal Place of Business Mailing Address
10 HANOVER SQUARE 10 HANOVER SQUARE
NEW YORK NY 10005 TAX DEPT., 18TH FL
US NEW YORK NY 10005
US

3. Date Incorporated or Qualified 12/16/1965 3a. Date of Last Report 05/01/1994

2. Principal Place of Business		2a. Mailing Address		4. FEI Number		Applied For	
21	Suite, Apt. #, etc.	26	c/o GE Capital Corp.	13-5650440		Not Applicable	
22	City & State	27	777 Long Ridge Road	5. Certificate of Status Desired		\$8.75 Additional Fee Required	
23	Zip	28	Stamford, CT	6. Election Campaign Financing Trust Fund Contribution		\$5.00 May Be Added to Fees	
24	Country	29	06927	8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes		<input type="checkbox"/> Yes <input type="checkbox"/> No	
		30	USA				

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	FL	85

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE _____
Signature typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required after reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS, CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CFA	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	O'DONNELL, RICHARD W.	1.2 NAME	See Attachments A
STREET ADDRESS	10 HANOVER SQUARE	1.3 STREET ADDRESS	
CITY, ST, ZIP	NEW YORK NY	1.4 CITY, ST, ZIP	
TITLE	DS	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LIFTIN, JOHN M.	2.2 NAME	See Attachment A
STREET ADDRESS	10 HANOVER SQUARE	2.3 STREET ADDRESS	
CITY, ST, ZIP	NEW YORK NY	2.4 CITY, ST, ZIP	
TITLE	TD	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MARTORELLA, JOSEPH P.	3.2 NAME	See Attachment A
STREET ADDRESS	10 HANOVER SQUARE	3.3 STREET ADDRESS	
CITY, ST, ZIP	NEW YORK NY	3.4 CITY, ST, ZIP	
TITLE	MD	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KEEHNER, MICHAEL A.	4.2 NAME	See Attachment A
STREET ADDRESS	10 HANOVER SQUARE	4.3 STREET ADDRESS	
CITY, ST, ZIP	NEW YORK NY	4.4 CITY, ST, ZIP	
TITLE	MD	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CERULLO, EDWARD A.	5.2 NAME	See Attachment A
STREET ADDRESS	10 HANOVER SQUARE	5.3 STREET ADDRESS	
CITY, ST, ZIP	NEW YORK NY	5.4 CITY, ST, ZIP	
TITLE	MD	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SKEVIN, EILEEN M.	6.2 NAME	See Attachment A
STREET ADDRESS	10 HANOVER SQUARE	6.3 STREET ADDRESS	
CITY, ST, ZIP	NEW YORK NY	6.4 CITY, ST, ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Eileen M. Skevin Date: April 28, 1995 (212) 510-5113
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

KIDDER PEABODY & CO., INC.
EIN 13-5650440
FLORIDA CORPORATION ANNUAL REPORT
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ATTACHMENT A

Kidder, Peabody and Co. Incorporated did not have a President during the period ending December 31, 1994. The corporation's most senior office was that of "Managing Director", followed by "Senior Vice President" and "Vice President". (Managing Directors need not be Directors of the corporation.) The corporation had numerous Managing Directors and numerous Senior Vice Presidents. Included below, in lieu of the President and Vice President, are the names of four of the corporation's most senior Managing Directors.

<i>Title</i>	<i>Name</i>	<i>Address</i>
<i>Managing Director</i>	<i>John Liptin</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Managing Director</i>	<i>Richard W. O'Donnell</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Managing Director</i>	<i>Thomas F. Ryan, Jr.</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Managing Director</i>	<i>Eileen M. Skevin</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Secretary</i>	<i>Gilbert R. Ott</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Treasurer</i>	<i>Joseph P. Martorella</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Director</i>	<i>Theodore J. Johnson</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Director</i>	<i>David M. McAuliffe</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Director</i>	<i>C. Edward Midgley</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Director</i>	<i>James A. Mullin</i>	<i>10 Hanover Square, New York, NY 10005</i>
<i>Director</i>	<i>Douglas T. Tansill</i>	<i>10 Hanover Square, New York, NY 10005</i>