

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

**FILED**  
**Mar 12 1997 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P23603 (4)**

1. Corporation Name  
**EAGLE STRATEGIES CORP.**



Principal Place of Business <b>260 CHERRY HILL RD.                  PARSIPPANY NJ 07054</b>	Mailing Address <b>51 MADISON AVENUE                  ROOM 2210                  NEW YORK NY 10010-1803                  US</b>
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3. Date Incorporated or Qualified <b>03/28/1989</b>	3a. Date of Last Report <b>04/20/1996</b>
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21. Principal Place of Business <b>260 Cherry Hill Road</b> State, Apt. #, etc.	22. City & State <b>Parsippany, NJ</b>	23. Zip <b>07054</b>	24. Country <b>USA</b>	25. Mailing Address <b>51 Madison Avenue</b> Suite, Apt. #, etc.	26. City & State <b>Room 2210                  New York, NY</b>	27. Zip <b>10010</b>	28. Country <b>USA</b>
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4. FEI Number <b>13-3475906</b>	Applied For <input type="checkbox"/> Yes <input checked="" type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>\$5.00</b> May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
 1201 HAYS STREET  
 SUITE 105  
 TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

81. Name	82. Street Address (P.O. Box Number is Not Acceptable)	83.	84. City	85. Zip Code
			<b>FL</b>	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

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

12. OFFICERS AND DIRECTORS

TITLE	PO	<input checked="" type="checkbox"/> DELETE
NAME	<b>TOPP, RICHARD A</b>	
STREET ADDRESS	<b>51 MADISON AVENUE</b>	
CITY-ST-ZIP	<b>NEW YORK NY</b>	
TITLE	V	<input type="checkbox"/> DELETE
NAME	<b>HUDACEK, DANIEL A</b>	
STREET ADDRESS	<b>51 MADISON AVENUE</b>	
CITY-ST-ZIP	<b>NEW YORK NY</b>	
TITLE	V	<input type="checkbox"/> DELETE
NAME	<b>O'BYRNE, JOHN H</b>	
STREET ADDRESS	<b>51 MADISON AVENUE</b>	
CITY-ST-ZIP	<b>NEW YORK NY</b>	
TITLE	T	<input type="checkbox"/> DELETE
NAME	<b>CALHOUN, JAY S</b>	
STREET ADDRESS	<b>51 MADISON AVENUE</b>	
CITY-ST-ZIP	<b>NEW YORK NY</b>	
TITLE	AS	<input checked="" type="checkbox"/> DELETE
NAME	<b>KEARNEY, SHELIA J</b>	
STREET ADDRESS	<b>51 MADISON AVENUE</b>	
CITY-ST-ZIP	<b>NEW YORK NY</b>	
TITLE	V	<input type="checkbox"/> DELETE
NAME	<b>POLIS, ANTHONY W</b>	
STREET ADDRESS	<b>51 MADISON AVENUE</b>	
CITY-ST-ZIP	<b>NEW YORK NY</b>	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	PD	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	<b>Mathas, Theodore</b>	
1.3 STREET ADDRESS	<b>51 Madison Avenue</b>	
1.4 CITY-ST-ZIP	<b>New York, NY 10010</b>	
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	AS	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	<b>Brenner, Nancy</b>	
5.3 STREET ADDRESS	<b>51 Madison Avenue</b>	
5.4 CITY-ST-ZIP	<b>New York, NY 10010</b>	
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

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

SIGNATURE: John H. O'Byrne Date: 2/25/97 Daytime Phone #: 212 576-6556

CR2E034 (9/96)

**Eagle Strategies Corp.** (formerly NYLIFE Advisers, Inc.; name changed 01/03/1994)

260 Cherry Hill Road, Parsippany, NJ 07054

Tele: (201) 331-2029 Fax: (201) 331-2314

**Incorporated State:** Arizona  
**Incorporated Date:** 07/07/1988  
**Business Division:** Subsidiary  
**Parent Entity:** NYLIFE Inc. (100%)  
**Federal ID #:** 13-3475906  
**Business Contact(s):** Jefferson C. Boyce, President, Parsippany office, ext. 842456  
**General Attorney:** Sheila K. Davidson, ext. 5353  
**Corporate Attorney:** Nancy Brenner, ext. 5737

<i>Directors</i>	<i>Title</i>
Jefferson C. Boyce	Director
Alice T. Kane	Director

<i>Officers</i>	<i>Title</i>
Theodore Mathas	President and Chief Operating Officer-Investment Advisor
Deborah H. Blyn	Vice President
Jay S. Calhoun	Vice President and Treasurer
Daniel A. Hudacek	Vice President
John H. O'Byrne	Vice President and Chief Compliance Officer
Anthony Polis	Vice President and Chief Financial Officer
Thomas J. Warga	Vice President and General Auditor
Gregory H. Webster	Vice President and Chief Operating Officer-Broker Dealer
Louis H. Adasse	Corporate Vice President
William Elliott	Corporate Vice President
Thomas J. Murray	Compliance Officer
A. Thomas Smith III	Secretary
Nancy Brenner	Assistant Secretary
Mark A. Gomez	Legal Officer

***Brief Description:***

A corporation and subsidiary of NYLIFE Inc., Eagle Strategies Corp. is currently registered with the SEC and 33 states as an investment adviser.