

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

FILED
Feb 05 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P23603 (4)

1. Corporation Name
EAGLE STRATEGIES CORP.



Principal Place of Business 260 CHERRY HILL ROAD PARSIPPANY NJ 07054 US	Mailing Address 51 MADISON AVE ROOM 2210 NEW YORK NY 10010 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date Incorporated or Qualified 03/28/1989	4. FEI Number 13-3475906	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input 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	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	MATHAS, THEODORE	
STREET ADDRESS	51 MADISON AVE	
CITY-ST-ZIP	NEW YORK NY	
TITLE	V	<input type="checkbox"/> DELETE
NAME	HUDACEK, DANIEL A	
STREET ADDRESS	51 MADISON AVENUE	
CITY-ST-ZIP	NEW YORK NY	
TITLE	V	<input type="checkbox"/> DELETE
NAME	O'BYRNE, JOHN H	
STREET ADDRESS	51 MADISON AVENUE	
CITY-ST-ZIP	NEW YORK NY	
TITLE	T	<input type="checkbox"/> DELETE
NAME	CALHOUN, JAY S	
STREET ADDRESS	51 MADISON AVENUE	
CITY-ST-ZIP	NEW YORK NY	
TITLE	AS	<input checked="" type="checkbox"/> DELETE
NAME	BRENNER, NANCY	
STREET ADDRESS	51 MADISON AVE	
CITY-ST-ZIP	NEW YORK NY	
TITLE	V	<input type="checkbox"/> DELETE
NAME	POLIS, ANTHONY W	
STREET ADDRESS	51 MADISON AVENUE	
CITY-ST-ZIP	NEW YORK NY	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	Assistant Secretary
5.3 STREET ADDRESS	A. Thomas Smith
5.4 CITY-ST-ZIP	51 Madison Avenue
5.5 CITY-ST-ZIP	New York, NY 10010
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 hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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: SIGNATURE REQUIRED 1-26-98 212-576-6556

CR2E034 (10/97)

Eagle Strategies Corp. (formerly NYLIFE Advisers, Inc.; name changed 01/03/94)

260 Cherry Hill Road, Parsippany, NJ 07054

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

Incorporated State: Arizona
Incorporated Date: 07/07/88
Business Division: Subsidiary
Parent Entity: NYLIFE Inc. (100%)
Federal ID #: 13-3475906
Business Contact(s): Theodore A. Mathas, Parsippany office, ext. 842030
General Attorney: Sara L. Badler, ext. 8149
Corporate Attorney:

<i>Directors</i>	<i>Title</i>
John J. DiNiro	Director
Phillip J. Hildebrand	Director
Richard M. Kernan, Jr.	Director
Theodore A. Mathas	Director
Anthony W. Polis	Director
Stephen C. Roussin	Director
Frederick J. Sievert	Director
Gregory H. Webster	Director

<i>Officers</i>	<i>Title</i>
Theodore A. Mathas	President and Chief Operating Officer
Sheila Davidson	Chief Compliance Officer
Deborah H. Blyn	Vice President
Jay S. Calhoun	Vice President and Treasurer
Mitchell Eiss	Vice President
Daniel A. Hudacek	Vice President
John H. O'Byrne	Vice President
Anthony W. Polis	Vice President and Chief Financial Officer
Thomas J. Warga	Vice President and General Auditor
Gregory H. Webster	Vice President
Louis H. Adasse	Corporate Vice President
Thomas J. Murray	Compliance Officer
Sara L. Badler	Secretary
A. Thomas Smith III	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 39 states as an investment adviser.