

No. C 21367

Annual Report Form 1996

Due No Later Than November 30,

Return to:
 SECRETARY OF STATE
 700 WEST JEFFERSON
 PO BOX 83720
 BOISE, ID 83720-0080

NO FEE REQUIRED**** FINAL NOTICE ****

1. Mailing Address - Please Correct, If Not Correct

MORGAN GUARANTY TRUST COMPANY
 MARION I. PEARSON
 60 WALL ST.

2. Registered Agent and Office **NOT A P.O. BOX**

C. T. CORPORATION SYSTEM
 300 NORTH SIXTH STREET
 BOISE ID 83701

3. Organized Under the Laws of:

NY 10260 0060

NY

C 21367

4. Corporations: Enter Names and Addresses of President, Secretary and Directors

Limited Liability Companies: Enter Names and Addresses of Managers or Members (check one)

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President	Douglas A. Warner III	60 Wall Street	New York	NY	10260-0060
Secretary	James C.P. Berry	60 Wall Street	New York	NY	10260-0060
Directors	SEE ATTACHMENT				

5. **NATURE OF BUSINESS**

COMMERCIAL BANKING

6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.

Signature Marion I. Pearson Date October 16, 1996Name (Typed or Printed) Marion I. Pearson Title Asst. Secretary

ISSUED: 10-05-1996

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DO NOT TAPE OR STAPLE

↓ DO NOT TAPE OR STAPLE ↓

MORGAN GUARANTY TRUST COMPANY
of New York
BOARD OF DIRECTORS

DIRECTOR

BUSINESS ADDRESS

Riley P. Bechtel
Chairman and Chief
Executive Officer

Bechtel Group, Inc.
P.O. Box 193965
San Francisco, CA 94119-3965

Martin Feldstein
President and Chief
Executive Officer

National Bureau of Economic
Research, Inc.
1050 Massachusetts Avenue
Cambridge, MA 02138-5398

Hanna H. Gray
President Emeritus
and Harry Pratt Judson
Distinguished Service
Professor of History

The University of Chicago
Department of History
1126 East 59th Street
Chicago, IL 60637

James R. Houghton
Retired Chairman of
the Board of Corning
Incorporated

80 E. Market Street
2nd Floor
Corning, NY 14830

James L. Keteisen
Retired Chairman
and Chief
Executive Officer

Tenneco Inc.
P.O. Box 2511
Houston, TX 77252-2511

Roberto G. Mendoza
Vice Chairman of
the Board

J.P. Morgan & Co. Incorporated
60 Wall Street
New York, NY 10260

Michael E. Patterson
Vice Chairman of
the Board

J.P. Morgan & Co. Incorporated
60 Wall Street
New York, NY 10260

Lee R. Raymond
Chairman of the Board
and Chief Executive
Officer

Exxon Corporation
5959 Las Colinas Boulevard
Irving, TX 75039-2298

Richard D. Simmons
Retired: Former President
of the Washington Post
Company and the
International Herald
Tribune

105 North Washington Street
Suite 202
Alexandria, VA 22314

Kurt F. Viermetz
Vice Chairman of
the Board

J.P. Morgan & Co. Incorporated
60 Wall Street
New York, NY 10260

Douglas A. Warner III
Chairman of the Board
and President

J.P. Morgan & Co. Incorporated
60 Wall Street
New York, NY 10260

Dennis Weatherstone
Retired Chairman

J.P. Morgan & Co. Incorporated
60 Wall Street
New York, NY 10260

Douglas C. Yearley
Chairman, President
and Chief Executive
Officer

Phelps Dodge Corporation
2600 N. Central Avenue
Phoenix, AZ 85004-3014