

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # **819132** (2)

1. Corporation Name
SMITH BARNEY INC.



Principal Place of Business: **388 GREENWICH STREET NEW YORK NY 10013 US**
Mailing Address: **250 WEST STREET TAX DEPT 9TH FLR NEW YORK NY 10013 US**

3. Date incorporated or Qualified: **11/02/1965**
3a. Date of Last Report: **05/01/1995**
4. FEI Number: **13-1912900**
5. Certificate of Status Desired: **\$8.75 Additional Fee Required**
6. Election Campaign Financing Trust Fund Contribution: **\$5.00 May Be Added to Fees**
8. This corporation has liability for intangible tax under s 199.032, Florida Statutes: Yes No

2. Principal Place of Business (21-24)
2a. Mailing Address (26-30)

9. Name and Address of Current Registered Agent: **CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324**
10. Name and Address of New Registered Agent (81-85): **50000180915 05/06/96 01099 020 ***200.00 FL**

11. Pursuant to the provisions of Sections 607.0502 and 607.1503, 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 607.0506, Florida Statutes.

SIGNATURE: _____ DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	VCD	<input type="checkbox"/> DELETE
NAME	DRUSKIN, ROBERT	
STREET ADDRESS	388 GREENWICH ST.	
CITY-ST-ZIP	NEW YORK NY	
TITLE	EVPS	<input type="checkbox"/> DELETE
NAME	SAKS, A. GEORGE	
STREET ADDRESS	388 GREENWICH ST.	
CITY-ST-ZIP	NEW YORK NY	
TITLE	CPD	<input checked="" type="checkbox"/> DELETE
NAME	GREENHILL, ROBERT	
STREET ADDRESS	388 GREENWICH ST.	
CITY-ST-ZIP	NEW YORK NY	
TITLE	VCD	<input type="checkbox"/> DELETE
NAME	GLUCKSMAN, LEWIS L.	
STREET ADDRESS	388 GREENWICH ST	
CITY-ST-ZIP	NEW YORK NY	
TITLE	VC	<input type="checkbox"/> DELETE
NAME	MC ATEE, JOHN J., JR.	
STREET ADDRESS	388 GREENWICH ST	
CITY-ST-ZIP	NEW YORK NY	
TITLE	EVP	<input type="checkbox"/> DELETE
NAME	KOHN, GEORGE	
STREET ADDRESS	250 WEST STREET	
CITY-ST-ZIP	NEW YORK NY	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	new York, NY 10013
2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	new York, NY 10013
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	James Dimon
3.3 STREET ADDRESS	388 Greenwich St.
3.4 CITY-ST-ZIP	new York, NY 10013
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	new York, NY 10013
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	new York, NY 10013
6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	George Kohn
6.3 STREET ADDRESS	250 West St
6.4 CITY-ST-ZIP	new York, NY 10013

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: _____ DATE: **April 25, 1996**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: **George Kohn**
First Vice President

CR2E034 (12/95)