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OMB Number:	3235-0145
Estimated Average Burden hours per response ..	14.90

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 6)

ALLIANCE CAPITAL MANAGEMENT L.P.

(Name of Issuer)

Units Representing Assignments of Beneficial
Ownership of Limited Partnership Interests

(Title of Class of Securities)

018548 10 7

(CUSIP Number)

Alvin H. Fenichel
Senior Vice President and Controller
The Equitable Companies Incorporated
1290 Avenue of the Americas
New York, New York 10104
(212) 314-4094

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

With a copy to:
Christianne Butte, Head of Central Legal Department
AXA, 9, place Vendome
75001 Paris, France
011-331-40-75-56-38

Not applicable

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b), (3) or (4), check the following box [_]

Note: Six copies of this statement, including all exhibits, should be filed with the commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment continuing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

(Exhibits begin on page 32)

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS AXA	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 96,647,111 - See Item 5 (Not to be construed as an admission of beneficial ownership)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66% - See Item 5	
14	TYPE OF REPORTING PERSON* HC, CO	

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS FINAXA	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66% - See Item 5	
14	TYPE OF REPORTING PERSON* HC, CO	

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1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS AXA Assurances IARD Mutuelle	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66% - See Item 5	
14	TYPE OF REPORTING PERSON* IC	

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1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS AXA Assurances Vie Mutuelle	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66% - See Item 5	
14	TYPE OF REPORTING PERSON* IC	

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1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS AXA Courtage Assurance Mutuelle	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66% - See Item 5	
14	TYPE OF REPORTING PERSON* IC	

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1 NAME OF REPORTING PERSONS
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

AXA Conseil Vie Assurance Mutuelle

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) [X]
(b) [_]

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) [_]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

France

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
96,647,111 - See Item 5
(Not to be construed as an admission of beneficial ownership)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
[_]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

56.66% - See Item 5

14 TYPE OF REPORTING PERSON*

IC

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS Claude Bebear, as a Trustee	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION Citizen of France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 96,647,111 - See Item 5 (Not to be construed as an admission of beneficial ownership)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66% - See Item 5	
14	TYPE OF REPORTING PERSON* IN	

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS Patrice Garnier, as a Trustee	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION Citizen of France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 96,647,111 (Not to be construed as an admission of beneficial ownership)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66%	
14	TYPE OF REPORTING PERSON* IN	

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS Henri de Clermont-Tonnerre, as a Trustee	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION Citizen of France	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
	7	SOLE VOTING POWER See Item 5
	8	SHARED VOTING POWER See Item 5
	9	SOLE DISPOSITIVE POWER See Item 5
	10	SHARED DISPOSITIVE POWER See Item 5

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 96,647,111 (Not to be construed as an admission of beneficial ownership)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66%	
14	TYPE OF REPORTING PERSON* IN	

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS The Equitable Companies Incorporated 13-3623351	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 96,647,111
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 96,647,111
	10	SHARED DISPOSITIVE POWER

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 96,647,111	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66%	
14	TYPE OF REPORTING PERSON* HC, CO	

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS The Equitable Life Assurance Society of the United States 13-5570651	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 96,647,111
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 96,647,111
	10	SHARED DISPOSITIVE POWER

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 96,647,111	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 56.66%	
14	TYPE OF REPORTING PERSON* IC, CO	

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1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS Equitable Holdings, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
	7	SOLE VOTING POWER 25,171,535
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 25,171,535
	10	SHARED DISPOSITIVE POWER

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 25,171,535	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 14.76%	
14	TYPE OF REPORTING PERSON* HC, OO	

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS Equitable Investment Corporation 13-2694412	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 25,137,905
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 25,137,905
	10	SHARED DISPOSITIVE POWER

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 25,137,905	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 14.74%	
14	TYPE OF REPORTING PERSON* HC, CO	

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS ACMC, Inc. 13-2677213	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 66,943,000
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 66,943,000
	10	SHARED DISPOSITIVE POWER

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 66,943,000	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 39.25%	
14	TYPE OF REPORTING PERSON* CO	

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1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS Equitable Capital Management Corporation 13-3266813	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
	7	SOLE VOTING POWER 25,137,905
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 25,137,905
	10	SHARED DISPOSITIVE POWER

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 25,137,905	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 14.74%	
14	TYPE OF REPORTING PERSON* CO	

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This Amendment No. 6 amends and restates in its entirety the Statement on Schedule 13D ("Schedule 13D") initially filed on August 4, 1992 with the Securities and Exchange Commission by AXA, Midi Participations, Finaxa, the Mutuelles AXA (as herein defined) and the Trustees (as herein defined) of a Voting Trust, as amended by Amendment No. 1 to the Schedule 13D ("Amendment No. 1") filed on July 29, 1993, Amendment No. 2 to the Schedule 13D filed on September 14, 1994 ("Amendment No. 2"), Amendment No. 3 to the Schedule 13D filed on October 22, 1996 ("Amendment No. 3"), Amendment No. 4 to the Schedule 13D filed on July 11, 1997 ("Amendment No. 4") and Amendment No. 5 to the Schedule 13D filed on September 4, 1997 ("Amendment No. 5"), each of which was filed by AXA, Midi Participations (except as to Amendment Nos. 3, 4 and 5), Finaxa, the Mutuelles AXA, the Trustees, The Equitable Companies Incorporated, The Equitable Life Assurance Society of the United States, Equitable Holding Corporation (which was merged in 1997 into Equitable Holdings, LLC), Equitable Investment Corporation, ACMC, Inc. and Equitable Capital Management Corporation, which Schedule 13D relates to Units representing assignments of beneficial ownership of limited partnership interests of Alliance Capital Management L.P., a Delaware limited partnership ("Alliance").

Item 1. Security and Issuer

The class of equity securities to which this statement relates is the Units representing assignments of beneficial ownership of limited partnership interests (the "Units") of Alliance. The address of the principal executive offices of Alliance is 1345 Avenue of the Americas, New York, New York 10105.

Item 2. Identity and Background

This statement is being filed by (i) AXA (formerly known as AXA-UAP), a company organized under the laws of France, (ii) Finaxa, a company organized under the laws of France, (iii) AXA Assurances IARD Mutuelle, AXA Assurances Vie Mutuelle, AXA Courtage Assurance Mutuelle (formerly known as Uni Europe Assurance Mutuelle) and AXA Conseil Vie Assurance Mutuelle (formerly known as Alpha Assurances Vie Mutuelle), four mutual insurance companies organized under the laws of France (the "Mutuelles AXA"), (iv) Claude Bebear (Chairman of the Executive Board of AXA), Patrice Garnier (a member of the Supervisory Board of AXA) and Henri de Clermont-Tonnerre (a member of the Supervisory Board of AXA), as Trustees (the "Trustees") of a Voting Trust (the "Voting Trust") established pursuant to a Voting Trust Agreement dated as of May 12, 1992, as amended January 22, 1997, by and among AXA and the Trustees (the "Voting Trust Agreement"), (v) The Equitable Companies Incorporated, a Delaware corporation ("Equitable Holding"), (vi) The Equitable Life Assurance Society of the United States, a New York stock life insurance company ("Equitable"), (vii) Equitable Holdings, LLC ("EHLLC"), a New York limited liability company whose sole member is Equitable, (viii) Equitable Investment Corporation, a New York corporation ("EIC"), (ix) ACMC, Inc., a Delaware corporation ("ACMC"), and (x) Equitable Capital Management Corporation, a Delaware corporation ("ECMC"). AXA, Finaxa, the Mutuelles AXA, the Trustees, Equitable Holding, Equitable, EHLLC, EIC, ACMC and ECMC are hereinafter collectively referred to as the "Reporting Persons."

AXA. AXA is a holding company for an international group of insurance and related financial service companies. The address of AXA's principal business and office is 9, place Vendome, 75001 Paris, France. As of March 1, 1999, approximately 20.7% of the ordinary shares (representing 32.7% of the voting power) of AXA were directly or indirectly owned by Finaxa. As of March 1, 1999, the Mutuelles AXA, in addition to their indirect beneficial ownership of AXA ordinary shares through Finaxa, directly beneficially owned 3.2% of AXA's ordinary shares (representing 4.9% of the voting power). In addition, as of March 1, 1999, 1.1% of the ordinary shares of AXA without the power to vote were owned by certain subsidiaries of AXA.

Finaxa. Finaxa is a holding company. The address of Finaxa's principal business and office is 23, avenue Matignon, 75008 Paris, France. As of March 1, 1999, 61.7% of the voting shares (representing 72.3% of the voting power) of Finaxa were owned by the Mutuelles AXA (one of which, AXA Assurances I.A.R.D. Mutuelle, owned 35.4% of the voting shares, representing 41.5% of the voting power), and 22.7% of the voting shares (representing 13.7% of the voting power) of Finaxa were owned by Paribas, a French bank.

The Mutuelles AXA. The Mutuelles AXA are AXA Assurances I.A.R.D. Mutuelle, AXA Assurances Vie Mutuelle, AXA Courtage Assurance Mutuelle (formerly known as Uni Europe Assurance Mutuelle) and AXA Conseil Vie Assurance Mutuelle (formerly known as Alpha Assurances Vie Mutuelle). Each of the Mutuelles AXA is a mutual insurance company organized under the laws of France. The address of each of the Mutuelles AXA's principal business and office is as follows: (i) for each of AXA Assurances I.A.R.D. Mutuelle and AXA Assurances Vie Mutuelle, 21, rue de Chateaudun, 75009 Paris, France; (ii) for AXA Conseil Vie Assurance Mutuelle, Tour Franklin, 100-101 Terrasse Boieldieu, Cedex 11, 92042 Paris La Defense, France; and (iii) for AXA Courtage Assurance Mutuelle, 26, rue Louis le Grand, 75002 Paris, France.

The Trustees. In order to ensure, for insurance regulatory purposes, that certain indirect minority shareholders of AXA are not able to exercise control over Equitable Holding and certain of its insurance subsidiaries, AXA has agreed pursuant to the Voting Trust Agreement to deposit in the Voting Trust the shares of capital stock of Equitable Holding having voting powers beneficially owned by AXA and certain of its affiliates. AXA or any such affiliate depositing capital stock in the Voting Trust will remain the beneficial owner of all capital stock deposited by it in the Voting Trust, but during the term of the Voting Trust the Trustees will exercise all voting rights with respect to such capital stock. Additional information relating to the Voting Trust Agreement is set forth in the Schedule 13D filed by AXA with respect to its ownership of the capital stock of Equitable Holding.

Information with respect to the Trustees is set forth on Exhibit 1 hereto since each of the Trustees is a member of either the Executive Board or the Supervisory Board of AXA.

Equitable Holding and Subsidiaries. Equitable Holding is a holding company. As of March 15, 1999, approximately 58.4% of the outstanding shares of common stock of Equitable Holding were beneficially owned by AXA. Equitable Holding and its subsidiaries (including Equitable, a wholly-owned subsidiary) provide diversified financial services to a broad spectrum of insurance, investment management and investment banking customers. ACMC is a wholly-owned subsidiary of Equitable. EHLLC, whose sole member is Equitable, wholly-owns EIC, which in turn wholly-owns ECMC. ECMC, ACMC, EIC, EHLLC and Equitable Holding are holding companies. The address of the principal business and principal office of Equitable Holding, Equitable, EHLLC, EIC, ACMC and ECMC is 1290 Avenue of the Americas, New York, New York 10104.

The (i) name, (ii) residence or business address, (iii) present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted and (iv) citizenship of each of the executive officers and directors of each of the Reporting Persons are set forth on Exhibits 1 through 13 hereto. None of the Reporting Persons nor, to the knowledge of any Reporting Person, any natural person named in Exhibits 1 through 13 hereto has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of which any such Reporting Person or person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration

See response to Item 4.

Item 4. Purpose of Transaction

Alliance was organized as a master limited partnership in 1987 to succeed to the business of ACMC, a Delaware corporation then a subsidiary of Equitable, which began providing investment management services in 1971. On April 21, 1988, the business and substantially all of the operating assets of ACMC were conveyed to Alliance in exchange for a 1% general partnership interest in Alliance and approximately 55% of the then outstanding Units.

Equitable and its subsidiaries have acquired for cash beneficial ownership of additional Units subsequent to the formation of Alliance in order to finance sales of shares of mutual funds for which Alliance is the investment adviser. Additional Units were also acquired by Equitable and its subsidiaries in order to provide Alliance with additional capital to take advantage of growth opportunities and strategic global alliances, including Units acquired by Equitable Life as consideration for property transferred to Alliance by Equitable Life and Units acquired for cash in order to provide capital to Alliance for the acquisition of Shields Asset Management, Incorporated and its wholly-owned subsidiary, Regent Investor Services, Incorporated.

Under current tax law, Alliance, as a partnership, generally is not subject to Federal income tax. However, the tax law in effect prior to August 5, 1997, also provided that, as a consequence of the public trading of Units, Alliance would have been treated as a corporation for Federal income tax purposes beginning on January 1, 1998. On June 24, 1997, Alliance announced plans for a transaction (the "Transaction") involving a merger in which a newly formed Delaware corporation ("New Co.) would have become the general partner of Alliance and Alliance would have merged with a wholly-owned subsidiary of New Co., with Alliance as the surviving entity. In such merger, holders of Units would have exchanged their existing Units for an equal number of shares of Class A Common Stock of New Co., unless such holders elected to continue as limited partners in Alliance, which would have ceased to be a publicly traded limited partnership, or elected to participate in a cash alternative. Following the Transaction, the Units would have become subject to severe restrictions on transferability. Alliance also stated that it would not proceed with plans for the Transaction if, during 1997, it determined that changes in federal tax law would make it preferable for Alliance to retain its current ownership form.

On August 5, 1997, The Taxpayer Relief Act of 1997 was signed into law. It included the option for certain publicly traded partnerships to maintain partnership tax status and pay a 3.5% tax on partnership gross business income (the "3.5% tax"). On August 6, 1997, Alliance announced its intention to utilize this option and remain a publicly traded limited partnership and that it would not implement the previously announced Transaction.

On April 8, 1999, Alliance issued a press release announcing plans for a reorganization (the "Reorganization") expected to be completed in the third quarter of 1999. A copy of the press release is included as Exhibit 17 hereto. Alliance proposes to reorganize by transferring its business to a newly formed private Delaware limited partnership ("Alliance II"), in exchange for Alliance II units of limited partnership interest and a 1% general partnership interest in Alliance II. Alliance II, as a private partnership, will not be subject to the 3.5% tax. Following the Reorganization, Alliance's principal asset will be Alliance II units and Alliance will function solely as a holding company through which public unitholders will continue to own an indirect interest in Alliance's business. The business presently conducted by Alliance will continue to be conducted unchanged by Alliance II, and all employees of Alliance will become employees of Alliance II with the same responsibilities. Alliance's general partner will also serve as the general partner of Alliance II. Immediately after the reorganization, Alliance will change its name to "Alliance Capital Management Holding L.P.", and the new partnership, Alliance II, will assume the name "Alliance Capital Management L.P."

If the Reorganization is approved by Alliance unitholders, Alliance will offer all of its unitholders the opportunity to exchange their Alliance Units for Alliance II units, on a one-for-one basis. All Alliance unitholders will have the right to retain their existing publicly-traded Units in Alliance. Alliance II units will be subject to restrictions on transfer that will make them substantially illiquid to ensure that Alliance II is not classified as a publicly traded partnership for federal tax purposes.

Equitable Life and its affiliates intend to exchange substantially all of their Units in Alliance for Alliance II units and the 1% general partnership interest in Alliance II in a private transaction on the same terms and immediately following the public exchange offer. Equitable has agreed to pay the transaction costs associated with the Reorganization.

In addition to the exchanges contemplated by the proposed Reorganization, the Reporting Persons in the future may acquire or dispose of additional Units and, if the proposed Reorganization described above is completed, may acquire or dispose of additional units of Alliance II.

Except as set forth in this statement, none of the Reporting Persons has any plans or proposals described in Item 4(a)-(j) of Schedule 13D.

Item 5. Interest in Securities of the Issuer

(a), (b) As of March 1, 1999, Equitable beneficially owned directly 4,532,576 Units representing 2.66% of the Units outstanding. ACMC beneficially owned directly 66,943,000 Units representing 39.25% of the Units outstanding. ECMC beneficially owned directly 25,137,905 Units, representing 14.74% of the Units outstanding. Equitable, ACMC and ECMC have the sole power to vote or direct the vote and the sole power to dispose or direct the disposition of each of their respective Units. In addition, Donaldson, Lufkin & Jenrette Securities Corporation ("DLJ"), 71.3% of the shares of common stock of which are directly and indirectly owned by Equitable Holding, may be deemed, directly or indirectly, to be the beneficial owner of 33,630 Units, acquired solely for investment purposes on behalf of client discretionary accounts. By reason of its ownership interest in ECMC, EIC may be deemed to beneficially own indirectly, and to have voting and dispositive power with respect to, the 25,137,905 Units owned by ECMC, representing 14.74% of the Units outstanding. By reason of its ownership interest in ECMC and DLJ, EHLLC may be deemed to beneficially own indirectly, and to have voting and dispositive power with respect to 25,171,535 Units including the 25,137,905 Units owned by ECMC and the 33,630 Units held in DLJ client discretionary accounts, representing 14.76% of the Units outstanding. By reason of its ownership interest in ACMC, ECMC and DLJ, Equitable may be deemed to beneficially own indirectly, and to have voting and dispositive power with respect to, the 66,943,000 Units owned by ACMC, the 25,137,905 Units owned by ECMC and the 33,630 Units acquired on behalf of client discretionary accounts by DLJ which, together with the 4,532,576 Units owned directly by Equitable, represent 56.66% of the Units outstanding. By reason of its ownership interest in ACMC, ECMC, DLJ and Equitable, Equitable Holding may be deemed to beneficially own indirectly, and to have voting and dispositive power with respect to, the 66,943,000 Units owned by ACMC, the 25,137,905 Units owned by ECMC, the 4,532,576 Units owned directly by Equitable and the 33,630 Units acquired on behalf of client discretionary accounts by DLJ, representing 56.66% of the Units outstanding. (This excludes Units acquired by Alliance solely for investment purposes on behalf of client discretionary accounts.)

AXA, by virtue of its ownership of 58.4% of the outstanding shares of common stock of Equitable Holding, may be deemed to beneficially own all of the Units of Alliance owned indirectly by Equitable Holding. By reason of the Voting Trust Agreement, the Trustees may also be deemed to be beneficial owners of such Units. In addition, the Mutuelles AXA, as a group, and Finaxa may be deemed to be beneficial owners of such Units. Each of AXA, Finaxa, the Mutuelles AXA and the Trustees expressly declares that the filing of this Schedule 13D shall not be construed as an admission that it is, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owner of such Units.

AXA, by reason of its relationship with Equitable Holding, may be deemed to share the power to vote or direct the vote and to dispose or direct the disposition of all of the Units beneficially owned by Equitable Holding. By reason of the Voting Trust arrangement, the Trustees may be deemed and, by reason of their relationship with AXA, the Mutuelles AXA, as a group, and Finaxa may be deemed, to share the power to vote or to direct the vote and to dispose or to direct the disposition of all the Units beneficially owned by Equitable Holding.

To the knowledge of the Reporting Persons, the following directors and executive officers of the Reporting Persons listed in Exhibits 1 through 13 hereto beneficially own the following number of outstanding Units and options or other rights to acquire Units presently or within 60 days:

Richard H. Jenrette	18,000 Units (of which 1,000 Units are held on behalf of the Richard Hampton Jenrette Foundation and 1,000 Units are held in an IRA account)
John T. Hartley	1,460 Units (all of which are owned by his spouse, Martha Hartley)
Peter D. Noris	2,000 Units
George J. Sella, Jr.	10,000 Units

John S. Chalsty	18,000 Units
Dave H. Williams	1,868,912 Units (160,000 of which are owned by his spouse, Reba Williams)

Other than as described above, none of the Reporting Persons beneficially owns any Units or options or other rights to acquire Units presently or within 60 days and, to the knowledge of the Reporting Persons, none of the natural persons listed in Exhibits 1 through 13 hereto beneficially owns any Units or options and other rights to acquire Units within 60 days.

(c) During the 60 days preceding the filing of this Amendment, the following purchase of Units of the issuer was made by Richard Jenrette for the account of the Richard Hampton Jenrette Foundation in an open market transaction on the New York Stock Exchange:

Date	Amount of Units	Price per Unit
March 2, 1999	1,000	$25.6875

Other than as described above, no transactions in the Units have been effected during the past 60 days by the Reporting Persons, or, to the knowledge of the Reporting Persons, any natural person named in Exhibits 1 through 13 hereto.

(d) Not applicable.

(e) Midi Participations, formerly a reporting person as to this statement, was merged into AXA on May 9, 1996. Alpha Assurances IARD Mutuelle, formerly a reporting person as to this statement, was merged into Alpha Assurances Vie Mutuelle (now known as AXA Conseil Vie Assurance Mutuelle) in 1997.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Equitable Life, Alliance and Alliance II have entered into an Exchange Agreement, dated as of April 8, 1999, whereby Equitable Life has agred, on the terms and conditions stated therein, to exchange, and to cause its affiliates who hold Alliance Units to exchange, substantially all of such Units for Alliance II units immdiately following, and subject to the same terms and conditions as, the public exchange offer. A copy of a form of the Exchange Agreement is included as Exhibit 18 hereto.

Item 7. Material to Be Filed as Exhibits

Exhibit 1 Information with respect to Members of the Executive Board, Supervisory Board and Executive Officers of AXA

Exhibit 2 Information with respect to Executive Officers of Finaxa and Members of Finaxa's Conseil d'Administration

Exhibit 3	Information with respect to Executive Officers of AXA Assurances IARD Mutuelle and Members of AXA Assurances IARD Mutuelle's Conseil d'Administration
Exhibit 4	Information with respect to Executive Officers of AXA Assurances Vie Mutuelle and Members of AXA Assurances Vie Mutuelle's Conseil d'Administration
Exhibit 5	Information with respect to Executive Officers of AXA Courtage Assurance Mutuelle and Members of AXA Courtage Assurance Mutuelle's Conseil d'Administration
Exhibit 6	Information with respect to Executive Officers of AXA Conseil Vie Assurance Mutuelle and Members of AXA Conseil Vie Assurance Mutuelle's Conseil d'Administration
Exhibit 7	Intentionally omitted since Alpha Assurances I.A.R.D. Mutuelle was merged into Alpha Assurances Vie Mutuelle (now known as AXA Conseil Vie Assurance Mutuelle).
Exhibit 8	Information with respect to the Executive Officers and Directors of The Equitable Companies Incorporated
Exhibit 9	Information with respect to the Executive Officers and Directors of The Equitable Life Assurance Society of the United States (which is the sole member of Equitable Holdings, LLC)
Exhibit 10	Intentionally omitted since Equitable Holding Corporation has merged into Equitable Holdings, LLC, whose sole member is The Equitable Life Assurance Society of the United States
Exhibit 11	Information with respect to the Executive Officers and Directors of Equitable Investment Corporation
Exhibit 12	Information with respect to the Executive Officers and Directors of ACMC, Inc.
Exhibit 13	Information with respect to the Executive Officers and Directors of Equitable Capital Management Corporation
Exhibit 14	Filing Agreement with respect to the Schedule 13D among the Reporting Persons (incorporated by reference to Exhibit 17 of the Schedule 13D filed on August 4, 1992)
Exhibit 15	Powers of Attorney with respect to the Schedule 13D (incorporated by reference to Exhibit 15 filed with Amendment No. 3 to the Schedule 13D filed on October 22, 1996)
Exhibit 16	Amended and Restated Transfer Agreement dated as of February 23, 1993, as amended and restated on May 28, 1993 (incorporated by reference to Exhibit 19 filed with Amendment No. 1 to the Schedule 13D filed on July 29, 1993)
Exhibit 17	Press Release, dated April 8, 1999, of Alliance Capital Management L.P.

Exhibit 18 Form of Exchange Agreement, dated as of April 8, 1999, among The Equitable Life Assurance Society of the United States, Alliance Capital Management L.P. and Alliance Capital Management L.P. II

Signatures

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 8, 1999

AXA
FINAXA
AXA ASSURANCES IARD MUTUELLE
AXA ASSURANCES VIE MUTUELLE
AXA COURTAGE ASSURANCE MUTUELLE
AXA CONSEIL VIE ASSURANCE MUTUELLE
CLAUDE BEBEAR, PATRICE GARNIER AND HENRI DE CLERMONT-TONNERRE, AS TRUSTEES UNDER THE VOTING TRUST AGREEMENT

By /s/ Alvin H. Fenichel

Signature

Alvin H. Fenichel, Attorney-in-Fact

Name/Title

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 8, 1999

THE EQUITABLE COMPANIES INCORPORATED

By: /s/ Alvin H. Fenichel

Name: Alvin H. Fenichel,
Title: Senior Vice President and Controller

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 8, 1999

THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES

By: /s/ Alvin H. Fenichel

Name: Alvin H. Fenichel,
Title: Senior Vice President and Controller

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 8, 1999

EQUITABLE HOLDINGS, LLC

By: /s/ Alvin H. Fenichel

Name: Alvin H. Fenichel,
Title: Senior Vice President and Controller

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 8, 1999

EQUITABLE INVESTMENT CORPORATION

By: /s/ Kevin R. Byrne

Name: Kevin R. Byrne
Title: Treasurer

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 8, 1999

ACMC, INC.

By: /s/Kevin R. Byrne

Name: Kevin R. Byrne

Title: Senior Vice President and Chief Financial Officer

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 8, 1999

EQUITABLE CAPITAL MANAGEMENT CORPORATION

By: /s/Kevin R. Byrne

Name: Kevin R. Byrne
Title: Senior Vice President and Chief Financial Officer

Exhibit 1

MEMBERS OF THE EXECUTIVE BOARD, THE SUPERVISORY BOARD
AND THE EXECUTIVE OFFICERS
OF
AXA

The names of the Members of the Executive Board, the Supervisory Board and the Executive Officers of AXA and their business addresses and principal occupations are set forth below. If no address is given, the Member's business is that of AXA at 9, place Vendome, 75001 Paris, France. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to AXA and each individual is a citizen of the Republic of France.

Members of the Executive Board

Name, Business Address	Present Principal Occupation
Claude Bebear AXA 23, avenue Matignon 75008 PARIS	Chairman of the Executive Board
Gerard de La Martiniere AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President and Chief Financial Officer
Michel Pinault AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President and Executive Board Secretary

Members of the Supervisory Board

Name, Business Address	Present Principal Occupation
Antoine Bernheim Lazard Freres et Cie 121, Bd Haussmann 75008 PARIS	Chairman of Assicurazioni Generali SpA (insurance)
Jacques Calvet 7, rue de Tilsitt 75017 PARIS	Former Chairman of the Executive Board of Peugeot SA (auto manufacturer)

Name, Business Address	Present Principal Occupation
Henri de Clermont-Tonnerre ERSA 90, rue de Miromesnil 75008 PARIS	Chairman of the Supervisory Board of Qualis SCA (transportation)
David Dautresme Lazard Freres et Cie 121, boulevard Haussmann 75008 PARIS	General Partner of Lazard Freres et Cie (investment banking)
Guy Dejouany Vivendi Generale des Eaux 52, rue d'Anjou 75008 PARIS	Honorary Chairman of Vivendi
Paul Desmarais(1) Power Corporation of Canada 751, square Victoria MONTREAL (QUEBEC) CANADA H2Y 2J3	Chairman and Chief Executive Officer of Power Corporation of Canada (industry and services)
Jean-Rene Fourtou Rhone Poulenc S.A. 25, Quai Paul Dourner 92408 COURBEVOIE	Chairman and Chief Executive Officer of Rhone-Poulenc S.A. (manufacturer of chemicals and agricultural products)
Michel Francois-Poncet PARIBAS 3, rue d'Antin 75002 PARIS	Chairman of the Supervisory Board of Paribas (financial services and banking)
Jacques Friedmann AXA 9, Place Vendome 75001 PARIS	Chairman of the Supervisory Board

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(1) Citizen of Canada.

Name, Business Address	Present Principal Occupation
Patrice Garnier	Retired
Anthony J. Hamilton(1) Fox-Pitt, Kelton Group Ltd. 35 Wilson Street London EC2M 2SJ ENGLAND	Group Chairman and Chief Executive of Fox-Pitt, Kelton Group Limited (investment banking firm)
Henri Hottinguer(2) Financiere HOTTINGUER 43, rue Taitbout 75009 PARIS	Vice-Chairman of Financiere Hottinguer (banking)
Richard Jenrette(3) DLJ 277 Park Avenue NEW YORK, NY 10172 - USA	Senior advisor of Donaldson, Lufkin & Jenrette (investment banking)
Henri Lachmann SCHNEIDER S.A. 64-70, Av. Jean-Baptiste Clement 92646 BOULOGNE CEDEX	Vice-Chairman and Chief Executive Officer of Schneider S.A. (electric equipment)
Gerard Mestrallet Suez - Lyonnaise des Eaux 1, rue d'Astorg 75008 PARIS	Chairman and Chief Executive Officer of Suez Lyonnaise des Eaux (finance)
Friedel Neuber Westdeutsche Landesbank Girozentrale Herzogstrasse 15 D-40217 DUSSELDORF (Allemagne)	Chairman of the Executive Board of Westdeutsche Landesbank (banking)

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(1) Citizen of United Kingdom

(2) Citizen of Switzerland

(3) Citizen of the United States of America

Name, Business Address	Present Principal Occupation
Alfred von Oppenheim SAL OPPENHEIM Jr. & Cie Unter Sachsenhausen 4 50667 KOLN (Allemagne)	Chairman of Bank Oppenheim (banking)
Michel Pebereau B.N.P. 16, boulevard des Italiens 75009 PARIS	Chairman and Chief Executive Officer of Banque Nationale de Paris (banking)
Didier Pineau-Valencienne SCHNEIDER S.A. 64-70, Av. Jean-Baptiste Clement	Chairman of Schneider SA (electric equipment)
Bruno Roger Lazard Freres et Cie 121, boulevard Haussman 75008 PARIS	General Partner of Lazard Freres & Cie (investment banking)
Simone Rozes 2, rue Villaret de Joyeuse 75017 PARIS	First honorary President of Cour de Cassation (government)

Executive Officers

Name, Business Address	Present Principal Occupation
Claude Bebear AXA 23, avenue Matignon 75008 PARIS	Chairman of the Executive Board

Name, Business Address	Present Principal Occupation
Jean-Luc Bertozzi Tour AXA 1, place des Saisons 92083 PARIS LA DEFENSE	Executive Officer of AXA Assurances IARD Mutuelle and AXA Assurances Vie Mutuelle
Donald Brydon(1) AXA Investment Managers 60 Gracechurch Street London EC3V 0HR U.K.	Senior Executive Vice-President; Chief Executive, AXA Investment Managers Europe
John Chalsty(2) DLJ 277 Park Avenue New York, NY 10172 USA	Senior Executive Vice-President; Chairman of Donaldson, Lufkin & Jenrette, Inc. (investment banking)
Henri de Castries AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President; Financial Services and Insurance Activities in the United States, United Kingdom, Benelux, Northern and Eastern Europe
Francoise Colloch AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President, Group Human Resources and Communications
Jacques Deparis AXA Courtage 26, rue Louis le Grand 75002 PARIS	Executive Officer of AXA Courtage and AXA Collectives
Michael Hegarty Equitable 1290 Avenue of the Americas New York, NY 10104 USA	Vice Chairman and Chief Operating Officer of The Equitable Companies Incorporated and President and Chief Operating Officer of The Equitable Life Assurance Society of the United States

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(1) Citizen of the United Kingdom
(2) Citizen of the United States of America

Name, Business Address	Present Principal Occupation
Tony Killen National Mutual Holdings 447 Collins Street Melbourne Victoria 3000 Australia	Senior Executive Vice-President; Managing Director of National Mutual Holdings
Claas Kleyboldt(1) AXA Colonia Konzern Gereondriesch 9-11 50670 Koln Germany	Senior Executive Vice-President; Chairman of the Executive Board AXA Colonia Konzern AG
Gerard de La Martiniere AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President and Chief Financial Officer
Edward Miller Equitable 1290 Avenue of the Americas New York, NY 10104 USA	President and Chief Executive Officer of The Equitable Companies Incorporated; Chairman and Chief Executive Officer of The Equitable Life Assurance Society of the United States
Jean-Marie Nessi AXA Re 39, rue de colisee 75008 PARIS	Chairman and Chief Executive Officer of AXA Reassurance
Francois Pierson AXA Conseil 21, rue de Chateaudun 75009 PARIS	Executive Officer of AXA Conseil IARD and AXA Conseil Vie
Michel Pinault AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President and Secretary of the Executive Board

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(1) Citizen of Germany

Name, Business Address	Present Principal Occupation
Claude Tendil AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President; Chairman and Chief Executive Officer - French Insurance activities, international risks, transborder insurance projects
Dave H. Williams(1) Alliance Capital 1345 Avenue of the Americas New York, NY 10105 USA	Senior Executive Vice-President; Chairman of Alliance Capital Management Corporation
Mark Wood SLPH 107 Cheapside London EC2V 6DU U.K.	Senior Executive Vice President; Managing Director of Sun Life & Provincial Holdings (insurance)

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(1) Citizen of the United States of America

Exhibit 2

EXECUTIVE OFFICERS AND
MEMBERS OF THE CONSEIL D'ADMINISTRATION
OF
FINAXA

The names of the Members of the Conseil d'Administration and of the Executive Officers of Finaxa and their business addresses and principal occupations are set forth below. If no address is given, the Member's or Executive Officer's business address is that of Finaxa at 23, avenue Matignon, 75008 Paris, France. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to Finaxa and each individual is a citizen of the Republic of France.

Name, Business Address	Present Principal Occupation
*Claude Bebear AXA 23, avenue Matignon 75008 PARIS	Chairman and Chief Executive Officer; Chairman of the Executive Board of AXA
*Henri de Castries AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President, Financial Services and Insurance Activities in the United States, United Kingdom, Benelux, Northern and Eastern Europe
*Henri de Clermont-Tonnerre ERSA 90, rue de Miromesnil 75008 PARIS	Chairman of the Supervisory Board of Qualis SCA (transportation)
*Jean-Rene Fourtou Permanent representative of AXA ASSURANCES IARD MUTUELLE Rhone Units 25, Quai Paul Doumer 92408 COURBEVOIE	Chairman andrChief Executive Officer of Rhone-Poulenc S.A.(manufacturer of chemicals and agricultural products)
*Patrice Garnier	Retired

Name, Business Address	Present Principal Occupation
*Henri Hottinguer(1) Financiere HOTTINGUER 43, rue Taitbout 75009 PARIS	Vice-Chairmane of Financiere Hottinguer (banking)
*Paul Hottinguer(1) Financiere HOTTINGUER 43, rue Taitbout 75009 PARIS	Chairman of Financiere Hottinguer (banking)
*Henri Lachmann SCHNEIDER S.A. 64-70, Av. Jean-Baptiste Clement 92646 BOULOGNE CEDEX	Vice-Chairman and Chief Executive Officer of Schneider SA (electric equipment)
*Andre Levy-Lang PARIBAS 3, Rue d'Antin 75002 PARIS	Chairman of the Executive Board of PARIBAS (banking)
*Christian Manset PARIBAS 3, Rue d'Antin 75002 PARIS	Member of the Executive Board of PARIBAS (banking)
*Georges Rousseau	Retired
*Emilio de Ybarra y Churruca BBV Paseo de la Castellana, 81 28046 MADRID ESPAGNE	Chairman and Chief Executive Officer of BANCO BILBAO VIZCAYA (banking)
Gerard de La Martiniere AXA 23, avenue Matignon 75008 PARIS	Chief Executive Officer; Senior Executive Vice-President and Chief Financial Officer of AXA

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* Member, Conseil d'Administration

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(1)   Citizen of Switzerland

Exhibit 3

EXECUTIVE OFFICERS AND
MEMBERS OF THE CONSEIL D'ADMINISTRATION
OF
AXA ASSURANCES IARD MUTUELLE

The names of the Members of the Conseil d'Administration and of the Executive Officers of AXA Assurances IARD Mutuelle and their business addresses and principal occupations are set forth below. If no address is given, the Member's or Executive Officer's business address is that of AXA Assurances IARD Mutuelle at 21, rue de Chateaudun, 75009 Paris, France. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to AXA Assurances IARD Mutuelle and each individual is a citizen of the Republic of France.

Name, Business Address	Present Principal Occupation
* Claude Bebear AXA 23, avenue Matignon 75008 PARIS	Chairman; Chairman of the Executive Board of AXA
* Henri Lachmann SCHNEIDER S.A. 64-70, Av. Jean-Baptiste Clement 92646 BOULOGNE CEDEX	Vice President; Vice-Chairman and Chief Executive Officer of Schneider S.A. (electric equipment)
* Claude Tendil AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President of AXA; Chairman and Chief Executive Officer - French Insurance activities, international risks, transborder insurance projects
Jean-Luc Bertozzi Tour AXA 1, place des Saisons 92083 PARIS LA DEFENSE	Executive Officer of AXA Assurances IARD and AXA Assurances Vie
* Henri de Castries AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President, Financial Services and Insurance Activities in the United States, United Kingdom, Benelux, Northern and Eastern Europe
* Jean-Rene Fourtou Rhone-Poulenc 25, Quai Paul Doumer 92408 COURBEVOIE	Chairman andrChief Executive Officer of Rhone-Poulenc S.A. (manufacturer of chemicals and agricultural products)

Name, Business Address	Present Principal Occupation
* Henri de Clermont-Tonnerre ERSA 90, rue de Miromesnil 75008 PARIS	Chairman of the Supervisory Board of Qualis SCA (transportation)
* Francois Richer	Retired
* Georges Rousseau	Retired
* Gerard Coutelle	Retired
* Francis Vaudour	Retired
* Jean-Pierre Chaffin Representing ASSSE Federation de la Metallurgie CFE-CGC 5, rue La Bruyere 75009 PARIS	Chairman
* Jean de Ribes Fortuny Fortune Conseil 5 avenue Percier 75008 PARIS	Manager

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* Member, Conseil d'Administration

Exhibit 4

EXECUTIVE OFFICERS AND
MEMBERS OF THE CONSEIL D'ADMINISTRATION
OF
AXA ASSURANCES VIE MUTUELLE

The names of the Members of the Conseil d'Administration and of the Executive Officers of AXA Assurances Vie Mutuelle and their business addresses and principal occupations are set forth below. If no address is given, the Member's or Executive Officer's business address is that of AXA Assurances Vie Mutuelle at 21, rue de Chateaudun, 75009 Paris, France. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to AXA Assurances Vie Mutuelle and each individual is a citizen of the Republic of France.

Name, Business Address	Present Principal Occupation
* Claude Bebear AXA 23, avenue Matignon 75008 PARIS	Chairman; Chairman of the Executive Board of AXA
* Henri Lachmann SCHNEIDER S.A. 64-70, Av. Jean-Baptiste Clement 92646 BOULOGNE CEDEX	Vice President; Vice-Chairman and Chief Executive Officer of Schneider S.A. (electric equipment)
* Claude Tendil AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President of AXA Chairman and Chief Executive Officer - French Insurance activities, international risks, transborder insurance projects
Jean-Luc Bertozzi Tour AXA 1, place des Saisons 92083 PARIS LA DEFENSE	Executive Officer of AXA Assurances IARD and AXA Assurances Vie
* Henri de Castries AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President, Financial Services and Insurance Activities in the United States, United Kingdom, Benelux, Northern and Eastern Europe
* Jean-Rene Fourtou Rhone-Poulenc S.A. 25, Quai Paul Doumer 92408 COURBEVOIE	Chairman and Chief Executive Officer of Rhone-Poulenc S.A. (manufacturer of chemicals and agricultural products)

Name, Business Address	Present Principal Occupation
* Henri de Clermont-Tonnerre ERSA 90, rue de Miromesnil 75008 PARIS	Chairman of the Supervisory Board of Qualis SCA (transportation)
* Francois Richer	Retired
* Georges Rousseau	Retired
* Gerard Coutelle	Retired
* Francis Vaudour	Retired
* Jean-Pierre Chaffin Representing ASSE Federation de la Metallurgie CFE-CGC 5, rue La Bruyere 75009 PARIS	Chairman
* Jean de Ribes Fortuny Fortune Conseil 5 avenue Percier 75008 PARIS	Manager

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*   Member, Conseil d'Administration

Exhibit 5

EXECUTIVE OFFICERS AND
MEMBERS OF THE CONSEIL D'ADMINISTRATION
OF
AXA COURTAGE ASSURANCE MUTUELLE

The names of the Members of Conseil d'Administration and the names and titles of the Executive Officers of AXA Courtage Assurance Mutuelle and their business addresses and principal occupations are set forth below. If no address is given, the Member's or Executive Officer's business address is that of AXA Courtage Assurance Mutuelle at 26, rue de Louis-le-Grand, 75002 Paris, France. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to AXA Courtage Assurance Mutuelle and each individual is a citizen of the Republic of France.

Name, Business Address	Present Principal Occupation
* Claude Bebear AXA 23, avenue Matignon 75008 PARIS	Chairman; Chairman of the Executive Board of AXA
* Henri Lachmann SCHNEIDER S.A. 64-70, Av. Jean-Baptiste Clement 92646 BOULOGNE CEDEX	Vice President; Vice-Chairman and Chief Executive Officer of Schneider S.A. (electric equipment)
* Claude Tendil AXA 23, avenue Matignon 75008 PARIS	SeniorTExecutive Vice-President of AXA; Chairman and Chief Executive Officer - French Insurance activities, international risks, transborder insurance projects
Jacques Deparis AXA Courtage 26, rue Louis le Grand 75002 PARIS	Executive Officer of AXA Courtage IARD and AXA Collectives
* Henri de Castries AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President, Financial Services and Insurance Activities in the United States, United Kingdom, Benelux, Northern and Eastern Europe
* Jean-Rene Fourtou Rhone-Poulenc S.A. 25, Quai Paul Doumer 92408 COURBEVOIE	Chairman and Chief Executive Officer of Rhone-Poulenc S.A. (manufacturer of chemicals and agricultural products)
* Patrice Garnier	Retired

Name, Business Address	Present Principal Occupation
* Francis Cordier	Retired
* Georges Rousseau	Retired
* Gerard Coutelle	Retired
* Jean-Pierre Chaffin Representing ASSSE Federation de la Metallurgie CFE-CGC 5, rue La Bruyere 75009 PARIS	Chairman
* Jean de Ribes Fortuny Fortune Conseil 5 avenue Percier 75008 PARIS	Manager

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*   Member, Conseil d'Administration

Exhibit 6

EXECUTIVE OFFICERS AND
MEMBERS OF THE CONSEIL D'ADMINISTRATION
OF
AXA CONSEIL VIE ASSURANCE MUTUELLE

The names of the Members of Conseil d'Administration and of the Executive Officers of AXA Conseil Vie Assurance Mutuelle and their business addresses and principal occupations are set forth below. If no address is given, the Member's or Executive Officer's business address is that of AXA Conseil Vie Assurance Mutuelle at Tour Franklin, 100/101 Terrasse Boieldieu, Cedex 11, 92042 Paris La Defense, France. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to AXA Conseil Vie Assurance Mutuelle and each individual is a citizen of the Republic of France.

Name, Business Address	Present Principal Occupation
* Claude Bebear AXA 23, avenue Matignon 75008 PARIS	Chairman; Chairman of the Executive Board of AXA
* Henri Lachmann SCHNEIDER S.A. 64-70, Av. Jean-Baptiste Clement 92646 BOULOGNE CEDEX	Vice President; Vice-Chairman and Chief Executive Officer of Schneider S.A. (electric equipment)
* Claude Tendil AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President of AXA; Chairman and Chief Executive Officer - French Insurance activities, international risks, transborder insurance projects
Francois Pierson AXA Conseil 21, rue de Chateaudun 75009 PARIS	Executive Officer of AXA Conseil Vie and AXA Conseil IARD
* Henri de Castries AXA 23, avenue Matignon 75008 PARIS	Senior Executive Vice-President, Financial Services and Insurance Activities in the United States, United Kingdom, Benelux, Northern and Eastern Europe
* Jean-Rene Fourtou Rhone-Poulenc S.A. 25, Quai Paul Doumer 92408 COURBEVOIE	Chairman andrChief Executive Officer of Rhone-Poulenc S.A. (manufacturer of chemicals and agricultural products)
* Patrice Garnier	Retired

Name, Business Address	Present Principal Occupation
* Francois Cordier	Retired
* Francois Richer	Retired
* Bernard Cornille	Retired
* Francis Vaudour	Retired
* Henri de Clermont Tonnerre ERSA 90 rue de Miromesnil 75008 PARIS	Chairman of the Supervisory Board of Qualis SCA (transportation)
* Jean de Ribes Fortuny Fortune Conseil 5 avenue Percier 75008 PARIS	Manager

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* Member, Conseil d'Administration

Exhibit 8

Executive Officers and Directors
of
The Equitable Companies Incorporated

The names of the Directors and the names and titles of the Executive Officers of The Equitable Companies Incorporated ("EQ") and their business addresses and principal occupations are set forth below. If no address is given, the Director's or Executive Officer's business address is that of EQ at 1290 Avenue of the Americas, New York, New York 10104. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to EQ and each individual is a United States citizen.

Name, Business Address	Present Principal Occupation
* Claude Bebear (1) AXA 23, avenue Matignon 75008 Paris, France	Chairman of the Executive Board, AXA
* John S. Chalsty Donaldson, Lufkin & Jenrette, Inc. 277 Park Avenue New York, NY 10172	Chairman of the Board, Donaldson, Lufkin & Jenrette, Inc. (investment banking)
* Francoise Colloc'h (1) AXA 23, avenue Matignon 75008 Paris, France	Senior Executive Vice President, Human Resources and Communications, AXA
* Henri de Castries (1) AXA 23, avenue Matignon 75008 Paris, France	Chairman of the Board; Senior Executive Vice President-Financial Services and Life Insurance Activities (U.S., Germany, U.K. and Benelux), AXA
* Joseph L. Dionne The McGraw-Hill Companies 1221 Avenue of the Americas New York, NY 10020	Chairman of the Board, The McGraw Hill Companies (publishing)
* Jean-Rene Fourtou (1) Rhone-Poulenc S.A. 25 quai Paul Doumer 92408 Courbevoie Cedex, France	Chairman and Chief Executive Officer, Rhone-Poulenc S.A. (manufacturer of chemicals and agricultural products)
* Jacques Friedmann (1) AXA 9, Place Vendome 75001 Paris, France	Chairman of the Supervisory Board of AXA

Name, Business Address	Present Principal Occupation
Robert E. Garber	Executive Vice President and General Counsel; Executive Vice President and General Counsel of The Equitable Life Assurance Society of the United States
Jerome S. Golden	Executive Vice President; Executive Vice President of The Equitable Life Assurance Society of the United States
* Donald J. Greene, Esq. LeBoeuf, Lamb, Greene & MacRae, L.L.P. 125 West 55th Street New York, NY 10019	Counselor-at-Law; Partner, LeBoeuf, Lamb, Greene & MacRae, L.L.P. (law firm)
* Anthony J. Hamilton (2) Fox-Pitt, Kelton Group Limited 35 Wilson Street London, England EC2M 2SJ	Group Chairman and Chief Executive of Fox-Pitt, Kelton Group Limited (investment banking firm)
* John T. Hartley Harris Corporation 1025 Nasa Boulevard Melbourne, FL 32919	Director and retired Chairman and Chief Executive Officer of Harris Corporation (manufacturer of electronic, telephone and copying systems)
* John H. F. Haskell, Jr. Warburg Dillon Read LLC 535 Madison Avenue New York, NY 10028	Director and Managing Director of Warburg Dillon Read LLC (investment banking)
* Michael Hegarty	Vice Chairman and Chief Operating Officer; President and Chief Operating Officer of The Equitable Life Assurance Society of the United States
* Nina Henderson Bestfoods Grocery 700 Sylvan Avenue Englewood Cliffs, NJ 07632	President of Bestfoods Grocery (food manufacturer)
* W. Edwin Jarmain (3) Jarmain Group Inc. 121 King Street West Suite 2525, Box 36 Toronto, Ontario M5H 3T9 Canada	President of Jarmain Group Inc. (private investment holding company)

Name, Business Address	Present Principal Occupation
* Edward D. Miller	President and Chief Executive Officer; Chairman and Chief Executive Officer of The Equitable Life Assurance Society of the United States
Peter D. Noris	Executive Vice President and Chief Investment Officer; Executive Vice President and Chief Investment Officer of The Equitable Life Assurance Society of the United States
* Didier Pineau-Valencienne (1) 6470, avenue Jean Baptiste Clement 92646 Boulogne-Billancourt Cedex, France	Vice Chairman of Credit Suisse First Boston (investment banking)
* George J. Sella, Jr. American Cyanamid Company P.O. Box 397 Newton, NJ 07860	Retired Chairman and Chief Executive Officer, American Cyanamid Company (manufacturer of pharmaceutical products and agricultural herbicides and pesticides)
Jose Suquet	Executive Vice President; Senior Executive Vice President and Chief Distribution Officer of The Equitable Life Assurance Society of the United States
Peter J. Tobin	Dean of the College of Business Administration, St. John's University
Stanley B. Tulin	Executive Vice President and Chief Financial Officer; Vice Chairman and Chief Financial Officer of The Equitable Life Assurance Society of the United States
* Dave H. Williams Alliance Capital Management Corporation 1345 Avenue of the Americas New York, NY 10105	Chairman of Alliance Capital Management Corporation

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* Director
(1) Citizen of the Republic of France
(2) Citizen of the United Kingdom
(3) Citizen of Canada

Exhibit 9

Executive Officers and Directors
of
The Equitable Life Assurance Society of the United States

The names of the Directors and the names and titles of the Executive Officers of The Equitable Life Assurance Society of the United States ("Equitable"), which is the sole member of Equitable Holdings, LLC, and their business addresses and principal occupations are set forth below. If no address is given, the Director's or Executive Officer's business address is that of Equitable at 1290 Avenue of the Americas, New York, New York 10104. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to Equitable and each individual is a United States citizen.

Name, Business Address	Present Principal Occupation
Leon B. Billis	Executive Vice President and Chief Information Officer
Derry E. Bishop	Executive Vice President and Chief Agency Officer
Robert T. Brockbank	Executive Vice President and AXA Group Deputy Chief Information Officer
John A. Caroselli	Executive Vice President
* Francoise Colloc'h (1) AXA 23, avenue Matignon 75008 Paris, France	Senior Executive Vice President, Group Human Resources and Communications, AXA
* Henri de Castries (1) AXA 23, avenue Matignon 75008 Paris, France	Senior Executive Vice President Financial Services and Life Insurance Activities (U.S., Germany, U.K. and Benelux), AXA
* Joseph L. Dionne The McGraw-Hill Companies 1221 Avenue of the Americas New York, NY 10020	Chairman of the Board of The McGraw Hill Companies (publishing)

Name, Business Address	Present Principal Occupation
* Denis Duverne (1) AXA 23, avenue Matignon 75008 Paris, France	Senior Vice President, International (US-UK-Benelux), AXA
* Jean-Rene Fourtou (1) Rhone-Poulenc S.A. 25 quai Paul Doumer 92408 Courbevoie Cedex, France	Chairman and Chief Executive Officer of Rhone-Poulenc S.A.(manufacturer of chemicals and agricultural products)
* Norman C. Francis Xavier University of Louisiana 7235 Palmetto Street New Orleans, LA 70125	President, Xavier University of Louisiana
Robert E. Garber	Executive Vice President and General Counsel; Executive Vice President and General Counsel of The Equitable Companies Incorporated
Jerome S. Golden	Executive Vice President; Executive Vice President of The Equitable Companies Incorporated
* Donald J. Greene, Esq. LeBoeuf, Lamb, Greene & MacRae, L.L.P. 125 West 55th Street New York, NY 10019	Counselor-at-Law; Partner, LeBoeuf, Lamb, Greene & MacRae, L.L.P. (law firm)
* John T. Hartley Harris Corporation 1025 Nasa Boulevard Melbourne, FL 32919	Director and retired Chairman and Chief Executive Officer of Harris Corporation (manufacturer of electronic, telephone and copying systems)
* John H. F. Haskell, Jr. Warburg Dillon Read LLC 535 Madison Avenue New York, NY 10022	Director and Managing Director, Warburg Dillon Read LLC (investment banking firm)

Name, Business Address	Present Principal Occupation
* Michael Hegarty	President and Chief Operating Officer; Vice Chairman and Chief Operating Officer of The Equitable Companies Incorporated
* Nina Henderson Bestfoods Grocery 700 Sylvan Avenue Englewood Cliffs, NJ 07632	President of Bestfoods Grocery (food manufacturer)
* W. Edwin Jarmain (3) Jarmain Group Inc. 121 King Street West Suite 2525 Toronto, Ontario M5H379 Canada	President of Jarmain Group Inc. (private investment holding company)
* George T. Lowy Cravath, Swaine & Moore 825 Eighth Avenue New York, NY 10019	Counselor-at-Law, Partner, Cravath, Swaine & Moore (law firm)
Michael S. Martin	Executive Vice President and Chief Marketing Officer
Richard J. Matteis	Executive Vice President
* Edward D. Miller	Chairman and Chief Executive Officer; President and Chief Executive Officer of The Equitable Companies Incorporated
Peter D. Noris	Executive Vice President and Chief Investment Officer; Executive Vice President and Chief Investment Officer of The Equitable Companies Incorporated
Brian S. O'Neil	Executive Vice President
* Didier Pineau-Valencienne (1) 6470, avenue Jean-Baptiste Clement 92646 Boulogne-Billancourt Cedex, France	Vice Chairman of Credit Suisse First Boston (investment banking)

Name, Business Address	Present Principal Occupation
* George J. Sella, Jr. American Cyanamid Company P.O. Box 397 Newton, NJ 07860	Retired Chairman and Chief Executive Officer of American Cyanamid Company (manufacturer pharmaceutical products and agricultural herbicides and pesticides)
Jose Suquet	Senior Executive Vice President and Chief Distribution Officer; Executive Vice President of The Equitable Companies Incorporated
Peter J. Tobin	Dean of the College of Business Administration, St. John's University
* Stanley B. Tulin	Vice Chairman and Chief Financial Officer; Executive Vice President and Chief Financial Officer of The Equitable Companies Incorporated
Gregory G. Wilcox	Executive Vice President
* Dave H. Williams Alliance Capital 1345 Avenue of the Americas New York, NY 10105	Chairman of Alliance Capital Management Corporation
R. Lee Wilson	Executive Vice President and Deputy Chief Financial Officer

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*   Director
    (1) Citizen of the Republic of France
    (2) Citizen of the United Kingdom
    (3) Citizen of Canada

Exhibit 10

Executive Officers and Directors
of
Equitable Investment Corporation

The names of the Directors and the names and titles of the Executive Officers of Equitable Investment Corporation ("EIC") and their business addresses and principal occupations are set forth below. If no address is given, the Director's or Executive Officer's business address is that of EIC at 1290 Avenue of the Americas, New York, New York 10104. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to EIC and each individual is a United States citizen.

Name, Business Address	Present Principal Occupation
* Michael Hegarty	Executive Vice President and Chief Operating Officer; President and Chief Operating Officer of The Equitable Life Assurance Society of the United States; Vice Chairman and Chief Operating Officer of The Equitable Companies incorporated
* Edward D. Miller	Chairman, President and Chief Executive Officer; Chairman and Chief Executive Officer of The Equitable Life Assurance Society of the United States; President and Chief Executive Officer of The Equitable Companies Incorporated
* Stanley B. Tulin	Executive Vice President and Chief Financial Officer; Vice Chairman and Chief Financial Officer of The Equitable Life Assurance Society of the United States; Executive Vice President and Chief Financial Officer of The Equitable Companies Incorporated

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* Director

Exhibit 11

Executive Officers and Directors
of
ACMC, Inc.

The names of the Directors and the names and titles of the Executive Officers of ACMC, Inc. and their business addresses and principal occupations are set forth below. If no address is given, the Director's or Executive Officer's business address is that of ACMC, Inc. at 1290 Avenue of the Americas, New York, New York, 10104. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to ACMC, Inc. and each individual is a United States citizen.

Name, Business Address	Present Principal Occupation
* Kevin R. Byrne	Senior Vice President and Chief Financial Officer; Senior Vice President and Treasurer of The Equitable Life Assurance Society of the United States and The Equitable Companies Incorporated
* Michael Hegarty	President and Chief Operating Officer of The Equitable Life Assurance Society of the United States; Vice Chairman and Chief Operating Officer of The Equitable Companies Incorporated
* Edward D. Miller	Chairman and Chief Executive Officer of The Equitable Life Assurance Society of the United States; President and Chief Executive Officer of The Equitable Companies Incorporated
* Stanley B. Tulin	Chairman, President and Chief Executive Officer; Vice Chairman and Chief Financial Officer of The Equitable Life Assurance Society of the United States; Executive Vice President and Chief Financial Officer of The Equitable Companies Incorporated

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* Director

Exhibit 12

Executive Officers and Directors
of
Equitable Capital Management Corporation

The names of the Directors and the names and titles of the Executive Officers of Equitable Capital Management Corporation ("ECMC") and their business addresses and principal occupations are set forth below. If no address is given, the Director's or Executive Officer's business address is that of ECMC at 1290 Avenue of the Americas, New York, New York 10104. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to ECMC and each individual is a United States citizen.

Name, Business Address	Present Principal Occupation
* Kevin R. Byrne	Senior Vice President and Chief Financial Officer; Senior Vice President and Treasurer of The Equitable Life Assurance Society of the United States and The Equitable Companies Incorporated
* Michael Hegarty	President and Chief Operating Officer of The Equitable Life Assurance Society of the United States; Vice Chairman and Chief Operating Officer of The Equitable Companies Incorporated
* Edward D. Miller	Chairman and Chief Executive Officer of The Equitable Life Assurance Society of the United States; President and Chief Executive Officer of The Equitable Companies Incorporated
* Stanley B. Tulin	Chairman, President and Chief Executive Officer; Vice Chairman and Chief Financial Officer of The Equitable Life Assurance Society of the United States; Executive Vice President and Chief Financial Officer of The Equitable Companies Incorporated

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* Director

Exhibit 17
PRESS RELEASE

Media Contact: Duff Ferguson
(212) 969-1056

Investor Contact: Anne Drennan
(212) 969-6443

ALLIANCE CAPITAL MANAGEMENT L.P.
ANNOUNCES PROPOSED REORGANIZATION

New York, N.Y., April 8, 1999 -- Alliance Capital Management L.P. (NYSE: AC) ("Alliance") today announced a proposed reorganization of Alliance's business that will give investors in Alliance the choice between 1) continuing to hold liquid units of Alliance listed on the New York Exchange that are subject to a federal tax on Alliance's gross business income and 2) holding a highly illiquid interest in a new private limited partnership that is not subject to that tax.

Alliance proposes to transfer its business to a newly-formed private limited partnership which will conduct Alliance's business without change in management or employee responsibilities. Alliance's principal asset will be its interest in the new partnership, and it will function solely as a holding company through which public unitholders will continue to own an indirect interest in Alliance's business. Immediately after the reorganization, Alliance will change its name to "Alliance Capital Management Holding L.P.", and the new partnership will assume the name "Alliance Capital Management L.P."

In connection with the proposed reorganization, Alliance will offer all holders of Alliance units the opportunity to exchange their units in Alliance for units of limited partnership interest in the new partnership on a one-for-one basis.

Alliance is a publicly-traded partnership for federal tax purposes and is therefore generally not required to pay federal income taxes. Alliance is, however, subject to a federal tax of 3.5% on gross business income from the active conduct of a trade or business pursuant to The Taxpayer Relief Act of 1997. The new partnership, on the other hand, will be a private partnership and will not be subject to the federal tax. However, units of limited partnership interest in the new partnership will not be listed on any securities exchange and will be subject to significant restrictions on sale or transfer. Accordingly, certain unitholders may not find it advantageous to participate in the exchange because of the transfer restrictions on interests in the new partnership.

All unitholders will have the right to retain their existing publicly-traded units in Alliance.

The reorganization will also provide Alliance with the opportunity to offer tax advantaged private partnership interests as consideration in future acquisitions and for raising additional equity capital in instances where the restrictions on sale or transfer of these interests are acceptable.

The proposed reorganization will require the approval of a majority of Alliance's unaffiliated public unitholders and certain other contractual and regulatory approvals. Unitholders are not being asked to take any action at this time. Alliance intends to send its limited partners and unitholders a proxy statement/prospectus describing in detail the proposed reorganization and unitholder voting procedures. The exchange offer will take place pursuant to an exchange offer prospectus that Alliance will mail separately to unitholders. Alliance expects that the reorganization and exchange offer will be completed in the third quarter of 1999.

As of December 31, 1998 Alliance's general partner, Alliance Capital Management Corporation (an indirect wholly-owned subsidiary of The Equitable Life Assurance Society of the United States ("Equitable"), owned a 1% general partnership interest in Alliance. Alliance Capital Management Corporation will also be the general partner of the new partnership. Approximately 57% of Alliance's outstanding units are beneficially owned by Equitable. Equitable is expected to exchange substantially all of its interests in Alliance units for interests in the new partnership. Equitable has agreed to pay the transaction costs associated with the reorganization.

About Alliance Capital Management L.P.

Alliance is the nation's largest publicly-traded asset manager, as measured by assets under management, with $286.7 billion in client assets under management at December 31, 1998. Alliance manages retirement assets for many of the largest public and private employee benefit plans (including 35 of the nation's Fortune 100 companies), for public employee retirement funds in 34 out of the 50 states, and for foundations, endowments, banks, and insurance companies. Alliance is one of America's largest mutual fund sponsors, with a diverse family of fund portfolios and over 3.6 million shareholder accounts.

EXCHANGE AGREEMENT

THIS EXCHANGE AGREEMENT (this "Agreement") is dated as of April 8, 1999 by and among Alliance Capital Management L.P., a Delaware limited partnership ("Alliance Holding"), Alliance Capital Management L.P. II, a Delaware limited partnership ("Alliance Capital"), and The Equitable Life Assurance Society of the United States, a New York stock life insurance corporation ("Equitable Life").

WHEREAS, Alliance Holding proposes to reorganize its business, such reorganization (the "Reorganization") to involve, among other things: (i) the transfer or assignment (the "Transfer") by Alliance Holding of all or substantially all of its assets to Alliance Capital in exchange for the issuance by Alliance Capital to Alliance Holding of 100% of the units of limited partnership interest in Alliance Capital ("Alliance Capital Units") and a general partnership interest in Alliance Capital and the assumption by Alliance Capital of all or substantially all of the liabilities of Alliance Holding and (ii) the offer by Alliance Holding to exchange on a one-for-one basis outstanding Alliance Holding units for Alliance Capital Units (the "Exchange Offer"), subject to terms and conditions to be agreed upon among the parties, pursuant to an exchange offer registered with the Securities and Exchange Commission; and

WHEREAS, Equitable Life and its affiliates own approximately 57% of the outstanding Alliance Holding units.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the parties hereby agree as follows:

1. Agreement to Exchange. Immediately after the consummation of the Exchange Offer, Equitable Life agrees to exchange, and to cause its affiliates who hold Alliance Holding units to exchange, substantially all of such Alliance Holding units for Alliance Capital Units held by Alliance Holding, subject to the same terms and conditions as the Exchange Offer (the "Private Exchange").

2. Conditions to Obligations. The obligations of Equitable Life to consummate the Private Exchange shall be subject to the fulfillment of the following conditions: (a) the conditions to the closing of the transactions contemplated by the draft Agreement and Plan of Reorganization (in substantially the form distributed to the directors of Alliance Holding in connection with their April 8, 1999 special meeting (the "Special Meeting")) shall have been satisfied; and (b) the Transfer and the Exchange Offer shall have been consummated on substantially the terms described in the draft Proxy Statement/S-4 Registration

Statement distributed to the directors of Alliance Holding in connection with the Special Meeting, with any additions, deletions or amendments thereto as may be approved by Equitable Life.

3. Termination. This Agreement may be terminated at any time (a) by the written agreement of the parties hereto; (b) by any of Alliance Holding, Alliance Capital or Equitable Life if any condition specified in Section 2 shall not have been satisfied or waived prior to December 31, 1999; or (c) by Equitable Life if the Reorganization is abandoned.

4. Miscellaneous.

(a.) This Agreement shall be governed by and construed in accordance with the internal laws of the State of Delaware, without giving effect to any conflicts or choice of law provisions that would make applicable the substantive laws of any other jurisdiction.

(b) This Agreement may be amended only with the prior written consent of each party hereto.

(c) This Agreement may be executed simultaneously in two or more counterparts each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

(d) This Agreement shall be superceded (without further action by the parties hereto) by the Agreement and Plan of Reorganization upon execution thereof by Equitable Life, Alliance Holding, Alliance Capital and Alliance Capital Management Corporation.

IN WITNESS WHEREOF, this Agreement has been duly executed by the parties hereto as of the date first above written.

ALLIANCE CAPITAL MANAGEMENT L.P.

By: Alliance Capital Management Corporation
its general partner

By:

Name:
Title:

ALLIANCE CAPITAL MANAGEMENT L.P. II

By: Alliance Capital Management Corporation
its general partner

By:

Name:
Title:

THE EQUITABLE LIFE ASSURANCE SOCIETY
OF THE UNITED STATES

By:

Name:
Title: