


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

FILED
Apr 01 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 # F95000005338 (7)
 1. Corporation Name
ACMC REALTY, INC.



Principal Place of Business 26541 AGOURA ROAD SUITE 100 CALABASAS CA 91302	Mailing Address 26541 AGOURA ROAD SUITE 100 CALABASAS CA 91302
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 26901 Agoura Rd. Suite, Apt. #, etc. 22 200 City & State 23 Calabasas Hills, CA Zip 24 91301	2a. Mailing Address 26 26901 Agoura Road Suite, Apt. #, etc. 27 200 City & State 28 Calabasas Hills, CA Zip 29 91301	3. Date Incorporated or Qualified 11/01/1995	4. FEI Number 95-4537645	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 type="checkbox"/> Yes <input type="checkbox"/> No				

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324	10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE **3/10/98**

Signature: typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD LEVINE, HOWARD J 26541 AGOURA ROAD, STE 100 CALABASAS CA <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition 26901 Agoura Road, Ste. 200 Calabasas Hills, CA 91301
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VS WHITE, TIMOTHY L 26541 AGOURA ROAD, STE 100 CALABASAS CA <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition Exec. V.P. 26901 Agoura Road, Ste. 200 Calabasas Hills, CA 91301
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V KIGER, DONNS 26541 AGOURA ROAD, SUITE 100 CALABASAS CA <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition 26901 Agoura Road, Ste. 200 Calabasas Hills, CA 91301
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BEATTY, JEFFREY 51-53 NEWARK STREET HOBOKEN NJ <input checked="" type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V GESSERT, PETER 26541 AGOURA ROAD, STE 100 CALABASAS CA <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition Senior VP 26901 Agoura Road, Ste. 200 Calabasas Hills, CA 91301
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V FREEMAN, NEIL 220 WEST HURON, STE 500 WEST CHICAGO IL <input checked="" type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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

SIGNATURE: _____

3/10/98

CP2E034 (10/97)

ACMC REALTY, INC.
DIRECTORS AND OFFICERS
as of March 10, 1998

<u>Director:</u>	<u>Title</u>	<u>Business Address</u>
Howard J. Levine	Director	26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300

<u>Officers:</u>	<u>Title</u>	<u>Business Address</u>
Howard J. Levine	President & Chief Executive Officer	26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300

Timothy L. White	Executive Vice President & Secretary	26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
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Harold C. Rose	Executive Vice President	26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
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Steven Fayne	Senior Vice President	49 Stevenson Street, Suite 1300 San Francisco, CA 94105 (415) 974-1378
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Peter Gessert	Senior Vice President	26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
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Steven Heller	Senior Vice President	5 Independence Way
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<u>Officers:</u>	<u>Date of Appointment</u>	<u>Social Security #</u>	<u>Title</u>	<u>Business Address</u>
Kathy Milhouse	Senior Vice President	Princeton, NJ 08540 (609) 720-0720		26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Joseph H. Torrence	Senior Vice President			144 - 2nd Avenue North, Suite 200 Nashville, TN 37201 (615) 255-2727 49 Stevenson Street, Suite 1300 San Francisco, CA 94105 (415) 974-1378
Aldo Ballarin	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Joe Basurto	Vice President			220 West Huron, Suite 500 West Chicago, IL 60610-3613 (312) 642-7230
Leonard Deering	Vice President			26901 Agoura Road, Ste. 200 Calabasas Hills Hills, CA 91301
Gwendy Egnater	Vice President			5 Independence Way Princeton, NJ 08540 (609) 720-0720
Bruce Ficken	Vice President			10151 Deerwood Park Blvd. Building 200, Suite 250 Jacksonville, FL 32256 (904) 996-0960
Karl Francetic	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301
Peggy Griffith	Vice President			

<u>Officers:</u>	<u>Date of Appointment</u>	<u>Social Security #</u>	<u>Title</u>	<u>Business Address</u>
T. Hartley Hall	Vice President	(818) 880-3300		144 - 2nd Avenue North, Suite 200 Nashville, TN 37201 (615) 255-2727 2001 SW Fifth Avenue, Suite 1100 Portland, OR 97204 (503) 220-1680
Sean Huntsman	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Cynthia Jankowski	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Donna Kiger	Vice President/Treasurer			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Michael T. Kovacevich	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
David M. Levine	Vice President			49 Stevenson Street, Suite 1300 San Francisco, CA 94105 (415) 974-1378
Mary Ann Lineberry	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Marie McRae-Youngblood	Assistant Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Cammy Morreale	Vice President & Assistant			26901 Agoura Road, Suite 200

<u>Officers:</u>	<u>Date of Appointment</u>	<u>Social Security #</u>	<u>Title</u>	<u>Business Address</u>
	Secretary			Calabasas Hills, CA 91301 (818) 880-3300
Catherine L. Morrissey	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Bruce E. Murphy	Vice President			4420 Hotel Circle Court, #160 San Diego, CA 92108 (619) 299-6044
Arthur H. Nissman	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Janette O'Brien	Vice President			5 Independence Way Princeton, NJ 08540 (609) 720-0720
Paul Osborn	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Frank Otaviano	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300
Ridge Potter	Vice President			Crystal park III 2231 Crystal Drive, Suite 500 Arlington, VA 22202 (703) 486-5646
Edward D. Placek	Vice President			26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301

<u>Officers:</u>	<u>Date of Appointment</u>	<u>Social Security #</u>	<u>Title</u>	<u>Business Address</u>
Jeannette O. Rarden	Assistant Secretary	(818) 880-3300		
Carol Rodriguez	Vice President	26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300		
Larry Sneathern	Vice President	49 Stevenson Street, Suite 1300 San Francisco, CA 94105 (415) 974-1378		
Arthur Swartz	Vice President	Galleria Tower One 13355 Noel Road, Suite 500 Dallas, TX 75240 (214) 774-4444		
William S. Valentine	Vice President	26901 Agoura Road, Suite 200 Calabasas Hills, CA 91301 (818) 880-3300		
Stephanie Young-Gonzaga	Vice President	49 Stevenson Street, Suite 1300 San Francisco, CA 94105 (415) 974-1378		
David Zlich	Vice President	650 Westlake Center 4555 Lake Forest Drive Cincinnati, Ohio 45242 (513) 563-3303 fax: (513) 563-3012	1/1/96	

Officers:

Date of Appointment

Social Security #

Title

Business Address

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