

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED
 Jul 24 1998 8:00am
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998

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

DOCUMENT # 834577 (9)
 1. Corporation Name
 AMREAL CORPORATION

Principal Place of Business: ONE INSIGNIA FINANCIAL PLAZA, CORPORATE ACCOUNTING, GREENVILLE SC 29601, US

Mailing Address: P.O. BOX 1089, CORPORATE ACCOUNTING, GREENVILLE SC 29602-1089, US



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business (21-24)
 2a. Mailing Address (26-29)

3. Date Incorporated or Qualified: 06/26/1975
 4. FEI Number: 57-0539477
 5. Certificate of Status Desired: \$8.75 Additional Fee Required
 6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

9. Name and Address of Current Registered Agent
 CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324

10. Name and Address of New Registered Agent (81-84)
 Name, Street Address, City, Zip Code

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

12. OFFICERS AND DIRECTORS

TITLE	PD	DELETE
NAME	JARRARD JR, WILLIAM H	
STREET ADDRESS	ONE INSIGNIA FINANCIAL PLAZA	
CITY-ST-ZIP	GREENVILLE SC 29601	
TITLE	VPS	DELETE
NAME	LINES, JOHN K	
STREET ADDRESS	ONE INSIGNIA FINANCIAL PLAZA	
CITY-ST-ZIP	GREENVILLE SC 29601	
TITLE	C	DELETE
NAME	LONG, MARTHA	
STREET ADDRESS	ONE INSIGNIA FINANCIAL PLAZA	
CITY-ST-ZIP	GREENVILLE SC 29601	
TITLE	AS	DELETE
NAME	BUECHLER, KELLY M	
STREET ADDRESS	ONE INSIGNIA FINANCIAL PLAZA	
CITY-ST-ZIP	GREENVILLE SC 29601	
TITLE	VPT	DELETE
NAME	URETTA, RONALD	
STREET ADDRESS	ONE INSIGNIA FINANCIAL PLAZA	
CITY-ST-ZIP	GREENVILLE SC 29601	
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Change	Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE	Change	Addition
2.2 NAME	DANIEL LEBEY	
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE	Change	Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE	Change	Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	Change	Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	Change	Addition
6.2 NAME	300002598043	
6.3 STREET ADDRESS	-07/27/98--01041--018	
6.4 CITY-ST-ZIP	***150.00	

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: [Handwritten Signature] 7/10/98 864-239-1000

CR2E034 (5/98)



*Insignia Financial Group, Inc.*SM

ONE INSIGNIA FINANCIAL PLAZA • P.O. BOX 1089
GREENVILLE, SOUTH CAROLINA 29602
(864) 239-1000

PS 2

July 9, 1998

Ms. Sandra Mortham
Secretary of State
Annual Reports Filings
Division of Corporations
P. O. Box 1500
Tallahassee, FL 32302-1500

Dear Ms. Mortham:

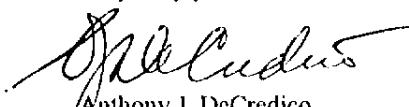
Last July 7, 1998, I received the 1998 Profit Corporation Annual Report packets for 32 entities controlled by Insignia Financial Group, Inc. Each form indicated that it was a second notice and as such imposed a \$400 penalty.

Please be informed that I did not receive the first notice for these entities. The parent company, Insignia Financial Group, Inc. has over two hundred entities that comprise its corporate structure. Each of these entities has multi-state filing requirements. Due to the complexities of our corporate structure, the receipt of the appropriate forms issued by the state governments mostly prompts compliance with these filing requirements. I had no intention of ignoring such requirements.

In view of this, I respectfully request abatement from the penalty. I assure you that efforts will be made to better monitor receipt of these forms. Please find attached a copy of the completed Annual Report for *Am Real Corporation* and a check for \$150.00 representing its annual fee.

Thank you for your kind attention.

Very truly yours,



Anthony J. DeCredico
Budget & Tax Director