

**FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

LIMITED PARTNERSHIP  
ANNUAL REPORT  
**1998**



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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 DEC -9 PM 3: 08



1. Name of Limited Partnership  
**BROWN BROTHERS HARRIMAN & CO. LIMITED PARTNERSHIP**

1a. DOCUMENT #  
**B94000000422**

Mailing Address <b>59 WALL STREET NEW YORK NY 10005</b>	Principal Office Address <b>59 WALL STREET NEW YORK NY 10005</b>	3. Date <del>Exempt</del> Registered <b>10/19/1994</b>	5a. Capital Contributions as Shown on record. <b>\$6,000,000.00</b>
2. Mailing Address	2a. Principal Office Address	3a. Date of Last Report <b>12/26/1996</b>	5b. Amount of Capital Contributions in FLORIDA to date. <b>-0-</b>
Suite, Apt. #, etc.	Suite, Apt. #, etc.	4. State or Country of Formation <b>NY</b>	6. FEI Number <b>13-4973745</b> <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
City & State	City & State	7. Certificate of Status Desired <input checked="" type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	8. Make check payable to: Dept. of State (See reverse side for fee information)
Zip Country	Zip Country		

9. Name and Address of Current Registered Agent  
**O'NEIL, DANIEL C  
BROWN BROTHERS HARRIMAN & CO.  
4501 TAMiami TRAIL NORTH, SUITE 310  
NAPLES FL 33940**

10. If changed, new Registered Agent/Office  
Name: **300002570973-3**  
-12/12/97--01086--024  
Street Address (P.O. Box Number Is Not Acceptable): **\*\*\*165.00 \*\*\*165.00**  
Suite, Apt. #, etc.  
City: **FL** Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, 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 its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

**N/A**  
SIGNATURE (Registered Agent Accepting Appointment) \_\_\_\_\_ DATE \_\_\_\_\_

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
SCHOENFELD, JEFFREY A	59 WALL STREET	NEW YORK NY 10005	
BARTLETT, PETER B	59 WALL STREET	NEW YORK NY 10005	
BERRIS, BRIAN A	59 WALL STREET	NEW YORK NY 10005	
BROWN, WALTER H	59 WALL STREET	NEW YORK NY 10005	
DONAHUE, DOUGLAS A JR	59 WALL STREET	NEW YORK NY 10005	
ENDERS, ANTHONY T See Attached List	59 WALL STREET	NEW YORK NY 10005	

**Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.**

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE *Anthony T. Enders* DATE 12/1/97  
Typed or Printed Name of General Partner Signing Form: **Anthony T. Enders, Managing Partner** Daytime Telephone Number: **(212) 493-8350**

CR2E003 (6/97)

**LIMITED PARTNERSHIP ANNUAL REPORT 1998**

**Question 11**

**Brown Brothers Harriman & Co. Limited Partnership**  
**Document Number B9400000422**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**GENERAL PARTNERS**

**BUSINESS ADDRESS**

Peter B. Bartlett	59 Wall Street, New York, NY 10005
Brian A. Berris	59 Wall Street, New York, NY 10005
Walter H. Brown	59 Wall Street, New York, NY 10005
Douglas A. Donahue, Jr.	59 Wall Street, New York, NY 10005
Anthony T. Enders	59 Wall Street, New York, NY 10005
A. T. Ercklentz	59 Wall Street, New York, NY 10005
T. M. Farley	59 Wall Street, New York, NY 10005
Elbridge T. Gerry, Jr.	59 Wall Street, New York, NY 10005
Robert R. Gould	59 Wall Street, New York, NY 10005
Kyosuke Hashimoto	59 Wall Street, New York, NY 10005
Noah T. Herndon	59 Wall Street, New York, NY 10005
Landon Hilliard	59 Wall Street, New York, NY 10005
Radford W. Klotz	59 Wall Street, New York, NY 10005
Michael Kraynak, Jr.	59 Wall Street, New York, NY 10005
T. Michael Long	59 Wall Street, New York, NY 10005
Hampton S. Lynch, Jr.	59 Wall Street, New York, NY 10005
Michael W. McConnell	59 Wall Street, New York, NY 10005
William H. Moore III	59 Wall Street, New York, NY 10005
Donald B. Murphy	59 Wall Street, New York, NY 10005
John A. Nielsen	59 Wall Street, New York, NY 10005
Eugene C. Rainis	59 Wall Street, New York, NY 10005
A. Heaton Robertson	59 Wall Street, New York, NY 10005
Jeffrey A. Schoenfeld	59 Wall Street, New York, NY 10005
Stokley P. Towles	59 Wall Street, New York, NY 10005
Lawrence C. Tucker	59 Wall Street, New York, NY 10005
Maarten van Hengel	59 Wall Street, New York, NY 10005
Douglas C. Walker	59 Wall Street, New York, NY 10005
Laurence F. Whittemore	59 Wall Street, New York, NY 10005
Richard H. Witmer, Jr.	59 Wall Street, New York, NY 10005