FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

FLORIDA DEPARTMENT OF STATE FILED SECRETARY OF STATE DIVISION OF CORPORATIONS LIMITED PARTNERSHIP Sandra Mortham ANNUAL REPORT Secretory of State 1997 DIVISION OF CORPORATIONS 97 FEB - 3 AM 8: 18 DOCUMENT # 1. Name of Finited Partnership B96000000495 300002084353--5 -02/11/97--01163--009 JEFFERSON AT WYNDHAM LAKES, LTD. ****156.25 ****156.25 58. Capital Contributions as Shown on record. 3. Date Formed or Registered Mailing Address Principal Office Address 12/24/96 99.00 3a. Date of Last Report **5b.** Amount of Capital Contributions in FLORIDA to date: 4. State or Country of Formation 2. Mailing Address 2a. Principal Office Address Texas 0 Suite Apt #, etc. Suite, Apt. #, etc. 6. FEI Number Applied For 600 E. Las Colinas Blvd., Ste 1800 600 E. Las Colinas Blvd., Ste. 1800 Not Applicable City & State City & State Irving, TX Irving, TX 7. Certificate of Status Desired \$8.75 Additional Country Zip Country Zip 8. Make check payable to: Dept. of State (See reverse side for fee information) 75039 U.S.A. 75039 U.S.A. 9. Name and Address of Current Registered Agent 10. If changed, new Registered Agent/Office The Prentice-Hall Corporation System, Inc. Street Address (P.O. Box Number Is Not Acceptable) 1201 Hays Street, Suite 105 Tallahassee, FL 32301 Suite, Apt. #, etc. City Zip Code 10a. Fursuant 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 SIGNATURE (Registered Agent Accepting Appointment); A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. 11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) Registration/ Name(s) of General Partner(s) City, State & Zip Code 11. 11b. 11c. Document Number 600 E. Las Colinas Blvd. Carmil Capital Corporation Irving, TX 75039 F93000001072 Suite 1800

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

12, 14, nereby 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 Trelease the Division of Corporations from any fiability 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 armus report is true and accurate and that my signature shall have the same legal effects as if made under eath. I further certify that I am a General Partner of the limited partnership, receiver or trusted empowered to execute this report as required by chapter 620. Florida Statutes. Carmil Cap(tal

SIGNATURE BY:

Typed or Printed Name of General Partner Signing Form

Christopher Harris, Senior V. P. Baytime Telephone Number

DATE December 30, 1996