

2007 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F04000005596

FILED
Apr 30, 2007
Secretary of State

Entity Name: BRE/ESA P PORTFOLIO OPERATING LESSEE INC.

Current Principal Place of Business:

9 EAST LOOCKERMAN STREET, SUITE 1-B
DOVER, DE 19901

New Principal Place of Business:

100 DUNBAR ST
SPARTANBURG, SC 29306

Current Mailing Address:

100 DUNBAR STREET
SPARTANBURG, SC 29306

New Mailing Address:

FEI Number: 20-1627433 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

NRAI SERVICES, INC.
2731 EXECUTIVE PARK DRIVE
SUITE 4
WESTON, FL 33331 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: PCEO () Delete
Name: SCHWARZMAN, STEPHEN A
Address: 9 EAST LOOCKERMAN STREET, SUITE 1-B
City-St-Zip: DOVER, DE 19901

Title: VD () Delete
Name: FRIEDMAN, ROBERT L
Address: 9 EAST LOOCKERMAN STREET, SUITE 1-B
City-St-Zip: DOVER, DE 19901

Title: VD () Delete
Name: SUMERS, GARY M
Address: 9 EAST LOOCKERMAN STREET, SUITE 1-B
City-St-Zip: DOVER, DE 19901

Title: VD () Delete
Name: GRAY, JONATHAN D
Address: 9 EAST LOOCKERMAN STREET, SUITE 1-B
City-St-Zip: DOVER, DE 19901

Title: VD () Delete
Name: STEIN, WILLIAM J
Address: 9 EAST LOOCKERMAN STREET, SUITE 1-B
City-St-Zip: DOVER, DE 19901

Title: VSTD () Delete
Name: MCDONAGH, DENNIS J
Address: 9 EAST LOOCKERMAN STREET, SUITE 1-B
City-St-Zip: DOVER, DE 19901

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: PCEO (X) Change () Addition
Name: SCHWARZMAN, STEPHEN A
Address: 345 PARK AVE
City-St-Zip: NEW YORK, NY 10154

Title: VD (X) Change () Addition
Name: FRIEDMAN, ROBERT L
Address: 345 PARK AVE
City-St-Zip: NEW YORK, NY 10154

Title: VD (X) Change () Addition
Name: SUMERS, GARY M
Address: 345 PARK AVE
City-St-Zip: NEW YORK, NY 10154

Title: VD (X) Change () Addition
Name: GRAY, JONATHAN D
Address: 345 PARK AVE
City-St-Zip: NEW YORK, NY 10154

Title: VD (X) Change () Addition
Name: STEIN, WILLIAM J
Address: 345 PARK AVE
City-St-Zip: NEW YORK, NY 10154

Title: VSTD (X) Change () Addition
Name: MCDONAGH, DENNIS J
Address: 345 PARK AVE
City-St-Zip: NEW YORK, NY 10154

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: F JOSEPH ROGERS

AS

04/30/2007

Electronic Signature of Signing Officer or Director

Date