

**SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)**

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PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # F93000001070 (2)

1. Corporation Name

EIGHTH CAREY CORPORATE PROPERTY, INC.



Principal Place of Business: 50 ROCKERFELLER PL, 2ND FLOOR, NEW YORK FL 10020 US
Mailing Address: 50 ROCKERFELLER PLAZA, 2ND FL, NEW YORK FL 10020 US

3. Date Incorporated or Qualified: 02/23/1993
3a. Date of Last Report: 05/24/1995
4. FEI Number: 13-3421287
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 has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: 21, Suite, Apt. #, etc., 22, City & State, 23, Zip, 24, Country, 25
2a. Mailing Address: 26, Suite, Apt. #, etc., 27, City & State, 28, Zip, 29, Country, 30

9. Name and Address of Current Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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

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: _____
Signature type for principal place of registered agent (Block 12) is applicable. (Block 10) Registered Agent signature required when registered.

12. OFFICERS AND DIRECTORS		ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	11. TITLE	Change <input type="checkbox"/> Addition <input type="checkbox"/>
CD	CAREY, WILLIAM P 50 ROCKERFELLER PLAZA NEW YORK NY	12 NAME	
PD	CAREY, FRANCIS J 50 ROCKERFELLER PLAZA NEW YORK NY	13 STREET ADDRESS	
CD	STODDARD, GEORGE E 50 ROCKERFELLER PLAZA NEW YORK NY	14 CITY - ST - ZIP	
CD	CLARK, RAYMOND S 50 ROCKERFELLER PLAZA NEW YORK NY	21 TITLE	Change <input type="checkbox"/> Addition <input type="checkbox"/>
DD	HAMRICK, STEPHEN H 50 ROCKERFELLER PLAZA NEW YORK NY	22 NAME	
CD	KLEIN, LAWRENCE R DR 50 ROCKERFELLER PLAZA NEW YORK NY	23 STREET ADDRESS	
		24 CITY - ST - ZIP	
		31 TITLE	Change <input type="checkbox"/> Addition <input type="checkbox"/>
		32 NAME	
		33 STREET ADDRESS	
		34 CITY - ST - ZIP	
		41 TITLE	Change <input type="checkbox"/> Addition <input type="checkbox"/>
		42 NAME	
		43 STREET ADDRESS	
		44 CITY - ST - ZIP	
		51 TITLE	Change <input type="checkbox"/> Addition <input type="checkbox"/>
		52 NAME	
		53 STREET ADDRESS	
		54 CITY - ST - ZIP	
		61 TITLE	Change <input type="checkbox"/> Addition <input type="checkbox"/>
		62 NAME	
		63 STREET ADDRESS	
		64 CITY - ST - ZIP	

14. 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 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13, changed, or on an attachment with an address.

SIGNATURE: *Michael D. Mortham, Fed VP* (212) 492-1100
SIGNATURE AND TITLED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

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EIGHTH CAREY CORPORATE PROPERTY, INC.

Officers & Directors:

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
William P. Carey	Chairman of the Board, Managing Director and Director	50 Rockefeller Plaza New York, NY 10020
Francis J. Carey	President, Managing Director and Director	50 Rockefeller Plaza New York, NY 10020
George E. Stoddard	Chairman of the Investment Comm. Managing Director and Director	50 Rockefeller Plaza New York, NY 10020
Raymond S. Clark	Chairman of the Executive Comm. and Director	50 Rockefeller Plaza New York, NY 10020
Stephen H. Hamrick	Director	50 Rockefeller Plaza New York, NY 10020
Barclay G. Jones, III	Executive Vice President Managing Director and Director	50 Rockefeller Plaza New York, NY 10020
Dr. Lawrence R. Klein	Chairman of the Economic Policy Committee and Director	50 Rockefeller Plaza New York, NY 10020
Madelon DeVoe Talley	Vice Chairman of the Board and Director	50 Rockefeller Plaza New York, NY 10020
Claude Fernandez	Executive Vice President, Managing Director and Chief Financial Officer	50 Rockefeller Plaza New York, NY 10020
Howard J. Altmann	Senior Vice President and Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
H. Augustus Carey	Senior Vice President and National Marketing Coordinator	50 Rockefeller Plaza New York, NY 10020
Anthony S. Mohl	Senior Vice President, Director of Portfolio Management and Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
John J. Park	Senior Vice President - Finance Director of Research and Treasurer	50 Rockefeller Plaza New York, NY 10020
Debra E. Bigler	First Vice President and Marketing Director	50 Rockefeller Plaza New York, NY 10020

EIGHTH CAREY CORPORATE PROPERTY, INC.

Officers & Directors:

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Ted G. Lagreid	First Vice President and Marketing Director	50 Rockefeller Plaza New York, NY 10020
Michael B. Pollack	Senior Vice President and Secretary	50 Rockefeller Plaza New York, NY 10020
Michael D. Roberts	First Vice President, Controller and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020
David S. Eberle	Vice President and Marketing Director	50 Rockefeller Plaza New York, NY 10020
Mary Ann Kelly	Vice President and Marketing Director	50 Rockefeller Plaza New York, NY 10020
David W. Marvin	Vice President and Marketing Director	50 Rockefeller Plaza New York, NY 10020
Gordon J. Whiting	Vice President and Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
Samantha K. Garbus	Second Vice President and Property Manager	50 Rockefeller Plaza New York, NY 10020
Susan C. Hyde	Second Vice President and Director of Investor Relations	50 Rockefeller Plaza New York, NY 10020
Robert C. Kehoe	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020
Edward V. LaPuma	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020
Sheila E. Murphy	Second Vice President, Office Manager and Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
W. Sean Sovak	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020
Jayashri Srinivasan Cuffey	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020
David G. Termine	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020

EIGHTH CAREY CORPORATE PROPERTY, INC.

Officers & Directors:

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Anne R. Coolidge	Assistant to the Chairman and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020
Yasmin Guerrero	Senior Accountant and Assistant Treasurer	50 Rockefeller Plaza New York, NY 10020
Stephanie K. Kirke	Associate Marketing Director and Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
Ann Marie Luongo	Executive Assistant and Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
Elizabeth J. Wagner	Property Management Associate and Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
David C. Auten	Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
Ted R. Heuston	Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
Stephen M. Lyons III	Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
Ruth S. Perfido	Assistant Secretary	50 Rockefeller Plaza New York, NY 10020
Patrick E. Sweeney	Assistant Secretary	50 Rockefeller Plaza New York, NY 10020