

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS

FILED Mar 22, 1999 8:00 am Secretary of State

03-22-1999 90032 001 ***150.00

DOCUMENT # F94000002483

1. Corporation Name HOLYROOD CORPORATION

Principal Place of Business: C/O GROSVENOR INT'L (ATLANTIC) LIMITED, 1701 PENNSYLVANIA AVENUE NW, WASHINGTON DC 20006
Mailing Address: C/O GROSVENOR INT'L (ATLANTIC) LIMITED, 1701 PENNSYLVANIA AVENUE NW, WASHINGTON DC 20006

DO NOT WRITE IN THIS SPACE

3. Date incorporated or Qualified: 05/12/1994
4. FEI Number: 52-1648184
5. Certificate of Status Desired: Applied For, Not Applied For, \$8.75 Additional Fee Required
6. Election Campaign Financing: \$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax: Yes, No

9. Name and Address of Current Registered Agent: FLEMING, LINDA L ATTY, 5TH FLOOR, ONE HARBOUR PLACE, TAMPA FL 33602
10. Name and Address of New Registered Agent: CT Corporation System, 1200 South Pine Island Road, Plantation, FL 33324

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] DATE: 3-9-99

| OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|------------------------|--|---|--|
| P | HAYWARD, RALPH W. 1040 WEST GEORGIA STREET, SUITE 2100 VANCOUVER BC V6E 4H1 CANADA | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| V | FLAVIN, JOHN 1701 PENNSYLVANIA AVENUE NW, SUITE 1050 WASHINGTON DC 20006 | 1.2 NAME | See attached for complete list |
| SD | MILLER, DAVID L 2300 N STREET NW WASHINGTON DC 20006 | 1.3 STREET ADDRESS | |
| T | ROBINSON, GARY A 1701 PENNSYLVANIA AVENUE NW SUITE 1050 WASHINGTON DC 20006 | 1.4 CITY-ST-ZIP | |
| D | ENGEL, JOHN 2300 N STREET NW WASHINGTON DC | 2.1 TITLE | |
| D | ROBB, W L PO BOX 902, 15 DALKEITH ROAD EDINBURGH EH16 5BU SCOTLAND | 2.2 NAME | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| | | 2.3 STREET ADDRESS | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| | | 2.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| | | 3.1 TITLE | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| | | 3.2 NAME | Treasurer Nicholas J. Hudson 1040 W. Georgia Street Vancouver, B.C. V6E 4H1 |
| | | 3.3 STREET ADDRESS | |
| | | 3.4 CITY-ST-ZIP | |
| | | 4.1 TITLE | |
| | | 4.2 NAME | |
| | | 4.3 STREET ADDRESS | |
| | | 4.4 CITY-ST-ZIP | |
| | | 5.1 TITLE | |
| | | 5.2 NAME | |
| | | 5.3 STREET ADDRESS | |
| | | 5.4 CITY-ST-ZIP | |
| | | 6.1 TITLE | |
| | | 6.2 NAME | |
| | | 6.3 STREET ADDRESS | |
| | | 6.4 CITY-ST-ZIP | |

I 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 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, with all other like empowered.

SIGNATURE: [Signature] Assistant Secretary 2/20/99 202-293-1235

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HOLYROOD CORPORATION

Officers and Directors

| | | |
|---------------------|--------------------------|---|
| John Engel | Director | 2300 N Street, N.W. Washington, D. C. 20037 |
| David L. Miller | Director and Secretary | 2300 N Street, N.W. Washington, D. C. 20037 |
| W. Leslie Robb | Director | 15 Dalkeith Road Edinburgh, EH16 5BU Scotland |
| Ralph W. Hayward | President | 1040 West Georgia Street Vancouver, B.C. V6E 4H1 |
| Donald A.N. Murray | Executive Vice President | 1040 West Georgia Street Vancouver, B.C. V6E 4H1 |
| David A. Taylor | Executive Vice President | 1040 West Georgia Street Vancouver, B.C. V6E 4H1 |
| John Flavin | Senior Vice President | 1701 Pennsylvania Avenue, N.W. Washington, D. C. 20006 |
| Andrew B. Galbraith | Vice President | 3001 N. Rocky Point Dr. E. Tampa, Florida 33607 |
| Nicholas J. Hudson | Treasurer | 1040 West Georgia Street Vancouver, B.C. V6E 4H1 |
| Marcia C. Washburn | Assistant Treasurer | 1701 Pennsylvania Avenue, N.W. Washington, D. C. 20006 |
| Cheri L. Hall | Assistant Secretary | 1701 Pennsylvania Avenue, N.W. Washington, D. C. 20006 |