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**Feb 13 1997 8:00am
Secretary of State**

**PROFIT CORPORATION
ANNUAL REPORT
1997**



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

DOCUMENT # F94000005930 (2)

**1. Corporation Name
GARDEN LBV INVESTMENT GENPAR, INC.**



**Principal Place of Business Mailing Address
2200 ROSS AVENUE, STE 4200 WEST 2200 ROSS AVENUE, STE 4200 WEST
DALLAS TX 75201 DALLAS TX 75201-2787**

3. Date Incorporated or Qualified 11/16/1994 3a. Date of Last Report 02/21/1996
4. FEI Number 75-2567258 Applied For Not Applicable
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 2a. Mailing Address
21. Suite, Apt. #, etc. 26. Suite, Apt. #, etc.
22. City & State 27. City & State
23. Zip Country 28. Zip Country
24. 25. 29. 30.

**9. Name and Address of Current Registered Agent
THE RPENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET, STE 105
TALAHASSEE 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 Signature (Typed or printed name of registered agent and title, if applicable) (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE	CD	<input type="checkbox"/> DELETE
NAME	MCNAMARA, DONALD J	
STREET ADDRESS	2200 ROSS AVENUE, STE 4200 WEST	
CITY - ST - ZIP	DALLAS TX	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	WHITMAN, ROBERT A	
STREET ADDRESS	2200 ROSS AVENUE, STE 4200 WEST	
CITY - ST - ZIP	DALLAS TX	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	DECKER, DANIEL A	
STREET ADDRESS	2200 ROSS AVENUE, STE 4200 WEST	
CITY - ST - ZIP	DALLAS TX	
TITLE	VST	<input type="checkbox"/> DELETE
NAME	FITZPATRICK, RICHARD M	
STREET ADDRESS	2200 ROSS AVENUE, STE 4200 WEST	
CITY - ST - ZIP	DALLAS TX	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MIGICOVSKY, PHILIP S	
STREET ADDRESS	2200 ROSS AVENUE, STE 4200 WEST	
CITY - ST - ZIP	DALLAS TX	
TITLE	V	<input type="checkbox"/> DELETE
NAME	READ, KURT	
STREET ADDRESS	2200 ROSS AVENUE, STE 4200 WEST	
CITY - ST - ZIP	DALLAS TX	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	VP Michele A. Wimpling
1.3 STREET ADDRESS	2200 Ross Ave # 4200w
1.4 CITY - ST - ZIP	Dallas, TX 75201
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY - ST - ZIP	

14. I do hereby 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 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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *[Signature]*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

2/6/97 214-220-4911
DATE DAYTIME PHONE #

CR2E034 (9/96)