

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT 1998



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

ATTACHED
 10/3

98 SEP 16 PM 2:28

DOCUMENT # F95000003085 (6)

1. Corporation Name: ADVENT REAL ESTATE INVESTMENT TEXAS CORPORATION

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



Principal Place of Business
 C/O TA ASSOCIATES
 45 MILK STREET
 BOSTON MA 02109

Mailing Address
 C/O TA ASSOCIATES
 45 MILK STREET
 BOSTON MA 02109

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

21 28 State Street
 Suite, Apt. #, etc.
 22 10th Floor
 City & State
 23 Boston, Massachusetts
 Zip Country
 24 02109 U.S.

2a. Mailing Address

26 28 State Street
 Suite, Apt. #, etc.
 27 10th Floor
 City & State
 28 Boston, Massachusetts
 Zip Country
 29 02109 U.S.

3. Date Incorporated or Qualified

06/26/1995

4. FEI Number

04-3257254

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 owes or has paid the current year Intangible Personal Property Tax due June 30.

Yes No n/a

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324

81 Name Corporation Service Company
 82 Street Address (P.O. Box Number is Not Acceptable) 1201 Hays Street
 83 100002638001
 84 City Tallahassee FL 85 Zip Code 32301

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 of Florida Statutes.

SIGNATURE: *Erica H. Weiss*, ASST. Secy.

9-11-98
 DATE

12. OFFICERS AND DIRECTORS

C [] DELETE
 NAME: RUANE, MICHAEL A
 STREET ADDRESS: C/O TA ASSOCIATES REALTY, 45 MILK STREET
 CITY-ST-ZIP: BOSTON MA 02109
 PD [] DELETE
 NAME: SEGEL, ARTHUR
 STREET ADDRESS: C/O TA ASSOCIATES REALTY, 45 MILK STREET
 CITY-ST-ZIP: BOSTON MA 02109
 D [] DELETE
 NAME: POSTERNAK, NOEL
 STREET ADDRESS: C/O POSTERNAK ET AL, 100 CHARLES RIVER PLZ
 CITY-ST-ZIP: BOSTON MA 02109
 V [] DELETE
 NAME: NEHER, ANDREW M
 STREET ADDRESS: C/O TA ASSOCIATES REALTY, 45 MILK STREET
 CITY-ST-ZIP: BOSTON MA 02109
 T [] DELETE
 NAME: ANDREW NEHER M-
 STREET ADDRESS: 45 MILK STREET
 CITY-ST-ZIP: BOSTON MA

13. * ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

C/D [X] Change [] Addition
 11 TITLE
 12 NAME
 13 STREET ADDRESS: 28 State Street, 10th Floor
 14 CITY-ST-ZIP: Boston, Massachusetts 02109
 21 TITLE [X] Change [] Addition
 22 NAME
 23 STREET ADDRESS: 28 State Street, 10th Floor
 24 CITY-ST-ZIP: Boston, Massachusetts 02109
 31 TITLE [X] Change [] Addition
 32 NAME
 33 STREET ADDRESS: c/o TA Associates Realty
 34 CITY-ST-ZIP: 28 State Street, 10th Floor
 41 TITLE: Boston, Massachusetts 02109
 42 NAME: V/S
 43 STREET ADDRESS: 28 State Street, 10th Floor
 44 CITY-ST-ZIP: Boston, Massachusetts 02109
 51 TITLE [X] Change [] Addition
 52 NAME: Neher, Andrew M.
 53 STREET ADDRESS: c/o TA Associates Realty, 28 State Street,
 54 CITY-ST-ZIP: 10th Floor, Boston, Massachusetts 02109
 61 TITLE [] Change [X] Addition
 62 NAME: AS
 63 STREET ADDRESS: Erica H. Weiss
 64 CITY-ST-ZIP: 1200 19th Street, N.W, Suite 400
 Washington, D.C. 20036

14. I 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. *SEE ATTACHMENT A FOR ADDITIONAL OFFICERS

SIGNATURE: *Erica H. Weiss* 9/24/98 (17476-270)

011562

CR2034 (5/98)

2083

Attachment A
(Florida)

1998 Profit Corporation Annual Report
of
Advent Real Estate Investment Texas Corporation

Name

Title

Barry P. Rosenthal
1200 19th Street, N.W.
Suite 400
Washington, D.C. 20036

Assistant Secretary

Karen Sakowich
c/o TA Associates Realty
28 State Street, 10th Floor
Boston, Massachusetts 02109

Assistant Secretary

30/83



ACCOUNT NO. : 072100000032
REFERENCE : 959171 4355031
AUTHORIZATION : Patricia Pruitt
COST LIMIT : \$ 550.00

ORDER DATE : September 11, 1998
ORDER TIME : 10:05 AM
ORDER NO. : 959171-040
CUSTOMER NO: 4355031
CUSTOMER: Debra J. Pruitt, Legal Asst
Bingham Dana Llp
1200 19th Street, N.w.
Suite# 400
Washington, DC 20036

ANNUAL REPORT FILING

NAME: ADVENT REAL ESTATE INVESTMENT
TEXAS CORPORATION

XX ANNUAL REPORT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CHRIS SMITH

EXAMINER'S INITIALS:

RECEIVED
98 SEP 14 AM 10:45
DIVISION OF CORPORATION

JP
9-14-98