


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

FILED
Mar 31 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000005445 (9)
 1. Corporation Name
AGHL GP, INC.



Principal Place of Business 5605 MACARTHUR BLVD., STE 1200 IRVING TX 75038	Mailing Address 5605 MACARTHUR BLVD., STE 1200 IRVING TX 75038
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/21/1996	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 75-2659659	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324				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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEOP	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JORNS, STEVEN D	1.2 NAME	
STREET ADDRESS	5605 MACARTHUR BLVD., STE 1200	1.3 STREET ADDRESS	
CITY - ST - ZIP	IRVING TX 75038	1.4 CITY - ST - ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JORNS, STEVEN D	2.2 NAME	
STREET ADDRESS	5605 MACARTHUR BLVD., STE 1200	2.3 STREET ADDRESS	
CITY - ST - ZIP	IRVING TX 75038	2.4 CITY - ST - ZIP	
TITLE	EVP	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILES, BRUCE G	3.2 NAME	
STREET ADDRESS	5605 MACARTHUR BLVD., STE 1200	3.3 STREET ADDRESS	
CITY - ST - ZIP	IRVING TX 75038	3.4 CITY - ST - ZIP	
TITLE	EVPS	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARR, KENNETH E	4.2 NAME	
STREET ADDRESS	5605 MACARTHUR BLVD., STE 1200	4.3 STREET ADDRESS	
CITY - ST - ZIP	IRVING TX 75038	4.4 CITY - ST - ZIP	
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VALENTINE, RUSS C	5.2 NAME	
STREET ADDRESS	5605 MACARTHUR BLVD., STE 1200	5.3 STREET ADDRESS	
CITY - ST - ZIP	IRVING TX 75038	5.4 CITY - ST - ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		6.4 CITY - ST - ZIP	

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.

SIGNATURE: *Bruce G Wiles, Ex. Vice President 3/1/98 (972) 550-6800*

CR2E034 (10/97)