

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

FILED
Feb 02 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
----------------------------------------------------	-----------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------

DOCUMENT # F96000006619 (8)
 1. Corporation Name
EMERITUS PROPERTIES V,INC.



Principal Place of Business 3131 ELLIOT AVENUE, SUITE 500 SEATTLE WA 98121	Mailing Address 3131 ELLIOT AVENUE, SUITE 500 SEATTLE WA 98121
------------------------------------------------------------------------------------------	------------------------------------------------------------------------------

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/17/1996	
21		26		4. FEI Number 91-1746694	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		Applied For Not Applicable	
22		27		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
City & State		City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
23		28		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
24	25	29	30		
Zip	Country	Zip	Country		

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			

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	PTD <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BRANDSTROM, RAYMOND R	1.2 NAME	
STREET ADDRESS	3131 ELLIOT AVENUE, SUITE 500	1.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98121	1.4 CITY-ST-ZIP	
TITLE	VC <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BATY, DANIEL R	2.2 NAME	
STREET ADDRESS	3131 ELLIOT AVENUE, SUITE 500	2.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98121	2.4 CITY-ST-ZIP	
TITLE	VPS <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PRICE, KELLY J	3.2 NAME	
STREET ADDRESS	3131 ELLIOT AVENUE, SUITE 500	3.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98121	3.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RUFFO, FRANK A	4.2 NAME	
STREET ADDRESS	3131 ELLIOT AVENUE, SUITE 500	4.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98121	4.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WITTE, GARY D	5.2 NAME	
STREET ADDRESS	3131 ELLIOTT AVE., STE 500	5.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98121	5.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BICKFORD, MICHELLE A	6.2 NAME	
STREET ADDRESS	3131 ELLIOTT AVE., STE 500	6.3 STREET ADDRESS	
CITY-ST-ZIP	SEATTLE WA 98121	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: *[Signature]* **PRICE** 1/23/98 206-298-2909

CR2E034 (10/97)