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May 08 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P22519 (3)
 1. Corporation Name
THE URBAN INSTITUTE CORPORATION

Principal Place of Business 2100 M STREET, N.W. WASHINGTON, D.C. 20037	Mailing Address 2100 M STREET, N.W. WASHINGTON, D.C. 20037
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3. Date Incorporated or Qualified 01/11/89	3a. Date of Last Report 05/01/1996
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2. Principal Place of Business 21	2a. Mailing Address 26	4. FEI Number 52-0880375	Applied For <input type="checkbox"/>	Not Applicable <input type="checkbox"/>
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Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
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City & State 23	City & State 28	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
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Zip 24	Country 25	Zip 29	Country 30	6. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No
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9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION, FL 33324**

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	FL
83	
84 City	

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE: _____ (NOTE: Registered Agent signature required when reappointing) DATE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE PD	NAME GORHAM, WILLIAM	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 2100 M STREET, N.W.	CITY-ST-ZIP WASHINGTON, D.C.	1.2 NAME	
TITLE V	NAME COELEN, CRAIG G.	1.3 STREET ADDRESS	
STREET ADDRESS 2100 M STREET, N.W.	CITY-ST-ZIP WASHINGTON, D.C.	1.4 CITY-ST-ZIP	
TITLE VT	NAME GRANT, H. MORTON	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 2100 M STREET, N.W.	CITY-ST-ZIP WASHINGTON, D.C.	2.2 NAME	
TITLE S	NAME PLANANSKY, ROBERT G.	2.3 STREET ADDRESS	
STREET ADDRESS 2100 M STREET, N.W.	CITY-ST-ZIP WASHINGTON, D.C.	2.4 CITY-ST-ZIP	
TITLE D	NAME FLEISHMAN, JOEL L.	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS ATLANTIC PHILANTHROPIC SVC CO, INC.	CITY-ST-ZIP 521 FIFTH AVE 20	3.2 NAME	
TITLE D	NAME MCLAUGHLIN, ANN	3.3 STREET ADDRESS	
STREET ADDRESS 4320 GARFIELD STREET, N.W.	CITY-ST-ZIP WASHINGTON, D.C.	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	

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Handwritten: RV 5-8-97

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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed or in an attachment with an address.

SIGNATURE: H. Morton Grant, Vice President and Controller **4/29/97** **(202)857-8711**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E037 (9/96)

The Urban Institute
Trustees

Date Current Term Expires

Mr. Jeffrey Berg Chairman and CEO International Creative Management, Inc. 8942 Wilshire Boulevard Beverly Hills, CA 90211 (310) 550-4205	1999
Mrs. Joan T. Bok Chairman New England Electric System 25 Research Drive Westborough, MA 01582 (508) 366-2796	1999
Mrs. Marcia L. Carsey The Carsey-Werner Company 4024 Radford Avenue Building 3 Studio City, CA 91604 (818) 760-5598	1997
Mrs. Carol Thompson Cole c/o Curtex Construction Suite 111 300 Eye Street, N.E. Washington, D.C. 20002 (202) 543-5806	1997
Mr. Richard B. Fisher Chairman Morgan Stanley Group Inc. 1585 Broadway New York, New York 10036 (212) 761-4470	1997*
Mr. Joel L. Fleishman President The Atlantic Philanthropic Service Co., Inc. 521 Fifth Avenue (20th Floor) New York, New York 10175 (212) 916-7320	1999*
Mr. William Gorham President The Urban Institute 2100 M Street, N.W. Washington, D.C. 20037 (202) 833-7200	1997*

<p>Mrs. Katharine Graham Chairman of the Executive Committee The Washington Post Company 1150 - 15th Street, N.W. Washington, D.C. 20071 (202) 334-6650</p>	<p>1997*</p>
<p>Mr. Richard C. Green, Jr. Chairman, President and CEO UtiliCorp United 911 Main Street Kansas City, MO 64105 (816) 421-6600</p>	<p>1997</p>
<p>Mr. Jack Kemp Empower America 1776 Eye Street, N.W. Washington, D.C. 20006 (202) 452-6228</p>	<p>1998</p>
<p>The Honorable Robert S. McNamara Suite 515 1455 Pennsylvania Avenue, N.W. Washington, D.C. 20004 (202) 347-2273</p>	<p>1998*</p>
<p>Mr. Charles L. Mee, Jr. 20 Strong Place Brooklyn, NY 11231 (718) 797-0710</p>	<p>1998</p>
<p>Mr. Robert C. Miller Chairman, President and CEO Netpower, Inc. 545 Oakmead Parkway Sunnyvale, CA 94086-4023 (408) 522-5111</p>	<p>1997</p>
<p>Mr. Lucio Noto Chairman Mobil Corporation 3225 Gallows Road Fairfax, VA 22307 (703) 846-4076</p>	<p>1999</p>
<p>Mr. Hugh B. Price President and Chief Executive Officer National Urban League, Inc. 500 East 62nd Street New York, NY 10021 (212) 310-9000</p>	<p>1997</p>

Mr. Sol Price Suite 520 7979 Ivanhoe Avenue La Jolla, CA 92037 (619) 551-2345	1997
Professor Robert M. Solow Department of Economics Massachusetts Institute of Technology Cambridge, MA 02139-4307 (617) 253-5268	1998
The Honorable Dick Thornburgh Kirkpatrick & Lockhart 1800 Massachusetts Ave., N.W. 2nd Floor Washington, D.C. 20036-1800 (202) 778-9080	1998
Ms. Judy Woodruff Senior Correspondent Cable News Network 820 First Street, N.E. Washington, D.C. 20002 (202) 898-7900	1999

* Eligible to serve indefinitely as long as annually elected officers of the Urban Institute or in Mr. McNamara's case, as an original member of the board of trustees.

February 24, 1997