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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # P97000100546

1. Corporation Name PADC HOSPITALITY CORPORATION II

Principal Place of Business 100 S.E. 2ND STREET SUITE 4650 MIAMI FL 33131 Mailing Address 100 S.E. 2ND STREET SUITE 4650 MIAMI FL 33131



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 11/26/1997 4. FEI Number 65-0809005 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 the current year Intangible Personal Property Tax. 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 24 Country 25 29 Zip 30 Country

9. Name and Address of Current Registered Agent BREIT, RICHARD H ESQ 3111 STIRLING ROAD FT. LAUDERDALE FL 33312

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 D PEEBLES, R D 100 S.E. 2ND STREET, STE. 4650 MIAMI FL 33131 V NEWELL, S.P. 100 S.E. 2ND STREET, STE. 4650 MIAMI FL 33131 ST KOHLER, MICHELLE 100 S.E. 2ND STREET, STE. 4650 MIAMI FL 33131

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP 2.1 TITLE Sr. Vice President 2.2 NAME Richard Matlof 2.3 STREET ADDRESS 100 SE 2nd. St. #4650 2.4 CITY-ST-ZIP Miami, FL. 33131

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, with all other like empowered.

SIGNATURE: R Donahue Peebles 4-28-99 305 995-5330 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)