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Jun 05 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F95000002033 (7)

1. Corporation Name

TRANSAMERICA JOINT VENTURES, INC.



Principal Place of Business TWO CONTINENTAL TOWERS 1701 GOLF ROAD SUITE 500 ROLLING MEADOWS IL 60008 US	Mailing Address TWO CONTINENTAL TOWERS 1701 GOLF ROAD SUITE 500 ROLLING MEADOWS IL 60008-4227 US
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date Incorporated or Qualified 04/26/1995	3a. Date of Last Report 02/02/1996
4. FEI Number 36-4013922	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" 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 85 Zip Code FL
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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 re-registering) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD CHARLTON, RUSSELL T 1701 GOLF ROAD ROLLING MEADOWS IL See attachment	1.1 TITLE	President / Director
NAME		1.2 NAME	James L. Schordinger
STREET ADDRESS		1.3 STREET ADDRESS	Two Continental Towers, 1701 Golf Road
CITY-ST-ZIP		1.4 CITY-ST-ZIP	Rolling Meadows, IL 60008
TITLE	VS LACKEY, ROBERT E 225 NORTH MICHIGAN AVE., STE 2200 CHICAGO IL	2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	AS REYNOLDS, ROSALIE M 1701 GOLF ROAD ROLLING MEADOWS IL	3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	V TOENISKOETTER, STEVEN J 1701 GOLF ROAD ROLLING MEADOWS IL	4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	V PERRELLI, ROSARIO A 1701 GOLF ROAD ROLLING MEADOWS IL	5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	V MOHR, JOHN J 1701 GOLF ROAD ROLLING MEADOWS IL	6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

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

SIGNATURE \_\_\_\_\_

CR2E034 (9/96)

TRANSAMERICA JOINT VENTURES, INC.

Name	Office	Business Address
James L. Schoedinger	President	Two Continental Towers, 1701 Golf Road
Stephen G. Earhart	Vice President	Two Ravinia Drive, Suite 400
Steven J. Toenskoetter	Senior Vice President	Two Continental Towers, 1701 Golf Road
Rosario A. Perrelli	Vice President - Controller	Two Continental Towers, 1701 Golf Road
Debra Wendt	Vice President, Secretary & General Counsel	Two Continental Towers, 1701 Golf Road
John J. Mohr	Vice President - Tax	Two Continental Towers, 1701 Golf Road
R. Scott Barber	Vice President	Two Continental Towers, 1701 Golf Road
H. James Heritz	Vice President	Two Continental Towers, 1701 Golf Road
John E. Peak	Vice President	Two Continental Towers, 1701 Golf Road
Thomas J. Cohen	Assistant Secretary	Two Continental Towers, 1701 Golf Road
Eileen M. Meyer	Assistant Secretary	Two Continental Towers, 1701 Golf Road
Rosalie M. Reynolds	Assistant Secretary	Two Continental Towers, 1701 Golf Road
<b>Directors</b>		
Steven A. Read		8309 W. Higgins Road, Suite 600
James L. Schoedinger		Two Continental Towers, 1701 Golf Road
Robert A. Watson		600 Montgomery Street
		Rosemont, IL 60018
		Rolling Meadows, IL 60008
		San Francisco, CA 94111