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FILED
Apr 23 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 # **F94000003317 (4)**
1. Corporation Name
SECURITY CAPITAL ATLANTIC MULTIFAMILY INCORPORATED

Principal Place of Business 6 PIEDMONT CTR 800 ATLANTA GA 30305 US	Mailing Address 7777 MARKET CENTER AVE. EL PASO TX 79912 US
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DO NOT WRITE IN THIS SPACE

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		3. Date Incorporated or Qualified 06/23/1994	
21		26		4. FEI Number 74-2709914	
22		27		5. Certificate of Status Desired ☐ \$8.75 Additional Fee Required	
23		28		6. Election Campaign Financing Trust Fund Contribution ☐ \$5.00 May Be Added to Fees	
24		29		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. ☐ Yes ☒ No	
9. Name and Address of Current Registered Agent THE PRENTICE HALL CORPORATION SYSTEM, INC. 1201 HAYS ST. SUITE 105 TALLAHASSEE FL 32301				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	

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 NAME STREET ADDRESS CITY-ST-ZIP	DC POTTS, JAMES C SIX PIEDMONT CENTER, SUITE 600 ATLANTA GA ☐ DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	C/CIO/D Potts, James C. Six Piedmont Center, Suite 600 Atlanta, GA 30305 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BARROWS, RAYMOND D SIX PIEDMONT CENTER, SUITE 600 ATLANTA GA ☐ DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D HOLMES, NED S 55 WAUGH DR SUITE 1111 HOUSTON TX ☒ DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	V/T Kell, William 7777 Market Center Avenue El Paso, TX 79912 ☐ Change ☒ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DC MMOORE, CONSTANCE B 6 PIEDMONT CTR, 600 ATLANTA GA ☐ DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	C/COO/D Moore, Constance B. Six Piedmont Center, Suite 600 Atlanta, GA 30305 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SV FREEMAN, J LIDSAY 6 PIEDMONT CTR, 600 ATLANTA GA ☐ DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	V/D Freeman, J. Lindsay Six Piedmont Center, Suite 600 Atlanta, GA 30305 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SV MILLER, BRADLEY C 6 PIEDMONT CTR, 600 ATLANTA GA ☐ DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	V Miller, Bradley C. Six Piedmont Center, Suite 600 Atlanta, GA 30305 ☒ Change ☐ Addition

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: *William Kell* *Kell* *4/17/98* *515-177-2300*

CR2E034 (10/97)

Security Capital Atlantic Multifamily Incorporated
Florida Annual Report
Additional List of Officers

Doc. #: F94000003317 (4)
FEIN: 74-2709914

<u>Title</u>	<u>Name</u>	<u>Address</u>
V	Brown, Neil T.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Hartman, W. Scott	11 S. LaSalle Street, 2nd Floor Chicago, IL 60603
V	Schumacher, Ann L.	7777 Market Center Avenue El Paso, TX 79912
V	Snider, Douglas L.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
S / Senior V	Klopf, Jeffrey A.	125 Lincoln Avenue Santa Fe, NM 87501
Assistant S	Marker, Lucinda G.	125 Lincoln Avenue Santa Fe, NM 87501
Assistant S	Wainwright, Candice T.	Six Piedmont Center, Suite 600 Atlanta, GA 30305