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Secretary of State

PROFIT CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 837644 (4)

1. Corporation Name
WFC REALTY CO. INC.

CO. INC

Principal Place of Business
ONE INTERNATIONAL PLACE
BOSTON MA 02110

Mailing Address
ONE INTERNATIONAL PLACE
12TH FLOOR
BOSTON MA 02110-2609
US



3. Date Incorporated or Qualified 01/03/1977
3a. Date of Last Report 04/14/1996

2. Principal Place of Business
21
2a. Mailing Address
26

4. FEI Number 04-2537646
Applied For Not Applicable

Suite, Apt. #, etc.
22
27

5. Certificate of Status Desired \$8.75 Additional Fee Required

City & State
23
28

6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees

Zip
24
25

Country
29
30

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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

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

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE DELETE
NAME MCCREADY, RICHARD J
STREET ADDRESS 12 VALENTINE ST
CITY - ST - ZIP WEST NEWTON MA

TITLE DELETE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE DELETE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE DELETE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE DELETE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE DELETE
NAME
STREET ADDRESS
CITY - ST - ZIP

1.1 TITLE Change Addition
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY - ST - ZIP

2.1 TITLE Change Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY - ST - ZIP

3.1 TITLE Change Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY - ST - ZIP

4.1 TITLE Change Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY - ST - ZIP

5.1 TITLE Change Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP

6.1 TITLE Change Addition
6.2 NAME
6.3 STREET ADDRESS
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 in an attachment with an address.

SIGNATURE:
SIGNATURE AND TITLE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/20/97
617-330-8600
Date Daytime Phone # 0000140

CR2E034 (9/96)

03/20/1997

Directors and Officers
WFC Realty Co., Inc.

DIRECTORS:

Michael L. Ashner Director
Effective : 01/15/1996
Primary : 2 Bridle Ct.
Address : Oyster Cove Bay, NY 11771

OFFICERS:

Michael L. Ashner Chairman
Effective : 01/15/1996
Primary : 2 Bridle Ct.
Address : Oyster Cove Bay, NY 11771

Effective : 01/15/1996 Chief Executive Officer
Primary : 2 Bridle Ct.
Address : Oyster Cove Bay, NY 11771

Richard J. McCreedy Chief Operating Officer
Effective : 07/14/1995
Primary : 12 Valentine Street
Address : West Newton, MA 02165

Effective : 07/14/1995 President
Primary : 12 Valentine Street
Address : West Newton, MA 02165

Jeffrey D. Furber Executive Vice President and
Clerk
Effective : 01/15/1996
Primary : 8 Nantucket Road
Address : Wellesley, MA 02181

Edward V. Williams Chief Financial Officer, Vice
President, Treasurer
Effective : 04/30/1996
Primary : 315 Stone Mill Trail
Atlanta, GA 30328

Peter A. Braverman Senior Vice President
Effective : 01/15/1996
Primary : 333 West End Avenue, Apt. 1A
Address : New York, NY 10023

Stephen Bonifield Vice President
Effective : 01/15/1996
Primary : 2015 Brockton Close
Address : Marietta, GA 30068

Carol J.C. Mills Vice President
Effective : 01/03/1995
Primary : 16 Elm Street
Address : Wellesley, MA 02181

Nat Ruccolo Vice President

Effective : 01/03/1995
Primary : 5 Pocahontas Way
Address : Lynnfield, MA 01940

Thomas C. Staples

Effective : 01/15/1996
Primary : 975 Summer Street
Address : Stoughton, MA 02072

Vice President

Carolyn B. Tiffany

Effective : 01/15/1996
Primary : 6 Bunker Hill Ct.
Address : Charlestown, MA 02129

Vice President

Dayna A. DeMarco

Effective : 01/15/1996
Primary : 9 Rutledge Street
Address : West Roxbury, MA 02132

Assistant Clerk

Amy R. Johnson

Effective : 01/15/1996
Primary : 45 Murray Road
Address : Newton, MA 02165

Assistant Clerk