

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 15 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 856580 (6)
1. Corporation Name
PRUDENTIAL-BACHE PROPERTIES, INC.



Principal Place of Business ONE SEAPORT PLAZA 199 WATER ST. 16TH FLOOR NEW YORK NY 10292-0116 US	Mailing Address K. MAGUIRE LAW ONE SEAPORT PLAZA 199 WATER ST. NEW YORK NY 10292-0129 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/27/1983	
21	Suite, Apt. #, etc. 28th floor	26	Suite, Apt. #, etc.	4. FEI Number 13-3014502	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip 10292-0128	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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		
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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PDCC	1.1 TITLE	Director, Pres., CEO & CHM
NAME	LYNCH, THOMAS F.	1.2 NAME	Brian J. Martin
STREET ADDRESS	ONE SEAPORT PLAZA - 199 WATER ST.	1.3 STREET ADDRESS	One Seaport Plaza 199 Water St.
CITY-ST-ZIP	NEW YORK N.	1.4 CITY-ST-ZIP	New York, N.Y. 10292-0128
TITLE	SVP	2.1 TITLE	
NAME	PISKOROWSKI, CHESTER A.	2.2 NAME	
STREET ADDRESS	ONE SEAPORT PLAZA	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	2.4 CITY-ST-ZIP	
TITLE	VPFC	3.1 TITLE	
NAME	BROOKS, BARBARA J	3.2 NAME	
STREET ADDRESS	ONE SEAPORT PLAZA	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	3.4 CITY-ST-ZIP	
TITLE	D	4.1 TITLE	
NAME	MAIO, NATHALIE P	4.2 NAME	
STREET ADDRESS	ONE SEAPORT PLAZA- 199 WATER ST	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	4.4 CITY-ST-ZIP	
TITLE	VP	5.1 TITLE	Vice President
NAME	MARTIN, BRIAN J	5.2 NAME	Steven Carlino
STREET ADDRESS	ONE SEAPORT PLAZA	5.3 STREET ADDRESS	One Seaport Plaza 199 Water St.
CITY-ST-ZIP	NEW YORK NY	5.4 CITY-ST-ZIP	New York, N.Y. 10292-0128
TITLE	D	6.1 TITLE	
NAME	GIORDANO, FRANK W	6.2 NAME	
STREET ADDRESS	ONE SEAPORT PLAZA	6.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK N.	6.4 CITY-ST-ZIP	

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 _____ 212 214 1029

CR2E034 (10/97)

PRUDENTIAL-BACHE PROPERTIES, INC..

Officers and Directors as of April 1, 1998

Brian J. Martin Director, President, CEO & Chairman	One Seaport Plaza New York, N. Y. 10292
Frank W. Giordano Director	One Seaport Plaza New York, N. Y. 10292
Nathalie P. Maio Director	One Seaport Plaza New York, N. Y. 10292
Chester A. Piskorowski Senior Vice President	One Seaport Plaza New York, N. Y. 10292
Barbara J. Brooks Vice President Finance and Chief Financial Officer	One Seaport Plaza New York, N. Y. 10292
Eugene D. Burak Vice President	One Seaport Plaza New York, N. Y. 10292
Steven Carlino Vice President	One Seaport Plaza New York, N. Y. 10292
Joseph A. Finn Vice President	One Seaport Plaza New York, N. Y. 10292
Stephen Tolbert Vice President	One Seaport Plaza New York, N. Y. 10292
Lisa J. Finnell Secretary	One Seaport Plaza New York, N. Y. 10292
Paul Waldman Assistant Secretary	One Seaport Plaza New York, N. Y. 10292