

**FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

LIMITED PARTNERSHIP ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra Mortham Secretary of State DIVISION OF CORPORATIONS
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1. Name of Limited Partnership BYHALL LIMITED PARTNERSHIP	1a. DOCUMENT # B93000000485
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Mailing Address C/O GOLDMAN. SACHS & CO. 100 CRESCENT COURT. #1000 DALLAS TX 75201	Principal Office Address C/O GOLDMAN. SACHS & CO. 100 CRESCENT COURT. #1000 DALLAS TX 75201
2. Mailing Address c/o Legal Dept. 600 E. Las Colinas Blvd. Suite, Apt. #, etc. Suite 1900 City & State Irving, TX Zip Country 75039 USA	2a. Principal Office Address c/o Real Estate Dept. 85 Broad Street Suite, Apt. #, etc. 19th Floor City & State New York, NY Zip Country 10004 USA

3. Date Formed or Registered 11/12/1993	5a. Capital Contributions as Shown on record. \$3,000,000.00
3a. Date of Last Report 06/13/1996	5b. Amount of Capital Contributions in FLORIDA to date. \$4,600,000.00
4. State or Country of Formation DE	6. FEI Number 75-2634414 <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
7. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	8. Make check payable to: Dept. of State (See reverse side for fee information)

9. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301

10. If changed, new Registered Agent/Office Name _____ Street Address (P.O. Box Number Is Not Acceptable) _____ Suite, Apt. #, etc. _____ City _____ Zip Code _____
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10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, 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 its general partner(s). I hereby accept the appointment of registered agent I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name(s) of General Partner(s) NEWBYHALL CORP.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 100 CRESCENT CT, STE	11b. City, State & Zip Code DALLAS TX 75201	11c. Registration/ Document Number F00000004755 F96000001289 576.25-AR 500002080695--1 -02/06/97--01123--002 ****735.00 ****576.25
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Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE Richard R. Frapart DATE 12/26/96
 Richard R. Frapart, Vice President of New Byhall Corporation, Daytime Telephone Number 972/ 831-2200
 General Partner of Byhall Limited Partnership

CR2E003 (6/96)