

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

**FILED**  
**Apr 01 1998 8:00am**  
**Secretary of State**

<b>PROFIT CORPORATION</b> <b>ANNUAL REPORT</b> <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # F93000000897 (9)**  
 1. Corporation Name  
**CROW-TERWILLIGER INVESTMENTS #2, INC.**



Principal Place of Business <b>717 N HARDWOOD SUITE 1200</b> <b>LOCK BOX 128</b> <b>DALLAS TX 75201</b> <b>US</b>	Mailing Address <b>TRAMMEL CROW RESIDENCE</b> <b>2859 PACES FERRY RD SUITE 1400</b> <b>ATLANTA GA 30339</b> <b>US</b>
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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
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3. Date Incorporated or Qualified <b>03/08/1993</b>	4. FEI Number <b>75-2426542</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>		<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		<b>\$5.00</b> May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No		

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

10. Name and Address of New Registered Agent  
 B1 Name  
 B2 Street Address (P.O. Box Number is Not Acceptable)  
 B3  
 B4 City **FL** B5 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

TITLE	<b>D</b>	<input type="checkbox"/> DELETE
NAME	<b>CROW, HARLAN R</b>	
STREET ADDRESS	<b>2001 ROSS AVE., STE. 3500</b>	
CITY-ST-ZIP	<b>DALLAS TX 75201</b>	
TITLE	<b>DP</b>	<input type="checkbox"/> DELETE
NAME	<b>TERWILLIGER, J. RONALD</b>	
STREET ADDRESS	<b>2859 PACES FERRY RD., STE. 1400</b>	
CITY-ST-ZIP	<b>ATLANTA GA 30339</b>	
TITLE	<b>DVP</b>	<input type="checkbox"/> DELETE
NAME	<b>CROW, TRAMMELL S</b>	
STREET ADDRESS	<b>2001 ROSS AVE., STE. 3500</b>	
CITY-ST-ZIP	<b>DALLAS TX 75201</b>	
TITLE	<b>DVPT</b>	<input type="checkbox"/> DELETE
NAME	<b>PACE, RANDY J</b>	
STREET ADDRESS	<b>717 N. HARWOOD, STE. 1200</b>	
CITY-ST-ZIP	<b>DALLAS TX 75201</b>	
TITLE	<b>S</b>	<input type="checkbox"/> DELETE
NAME	<b>PACE, RANDY J</b>	
STREET ADDRESS	<b>717 N. HARWOOD, STE. 1200</b>	
CITY-ST-ZIP	<b>DALLAS TX 75201</b>	
TITLE	<b>V</b>	<input type="checkbox"/> DELETE
NAME	<b>ELWELL, DAVID J.</b>	
STREET ADDRESS	<b>2859 PACES FERRY RD., SUITE 1400</b>	
CITY-ST-ZIP	<b>ATLANTA GA</b>	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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: *David J. Elwell VP* 1-20-98 770-801-1600

CR2E034 (10/97)