FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

PROFIT CORPORATION ANNUAL REPORT 1997	FLORIDA DEPARTMENT OF STATE **Sandra B. Mortham** Secretary of State DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 18 AM 8:39

DOCUMENT # F93000004994 (0)

1. Corporation Name
HARBO HOLDING CORP.

Principal Place of Business	Mailing Address
C/O GGOLDMAN SACHS & CO. 100 CRESCENT COURT, STE 1000 DALLAS TX 75201	C/O GGOLDMAN SACHS & CO. 100 CRESCENT COURT, STE 1000 DALLAS TX 75201-7893

3. Date Incorporated or Qualified: 11/04/1993
3a. Date of Last Report: 07/08/1996

2. Principal Place of Business	2a. Mailing Address
21	26 600 E Las Colinas Blvd
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27 Suite 1900
City & State 23	City & State 28 Irving, TX
Zip 24 / Country 25	Zip 29 75039 / Country 30

4. FEI Number: 13-3738909 ☐ Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐ — **$8.75** Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ — **$5.00** May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ 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

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***3465.00 ****165.00

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	D ☐ DELETE	1.1 TITLE	P ☐ Change ☒ Addition
NAME	EDELMAN, MARTIN L	1.2 NAME	Gunn, G Douglas
STREET ADDRESS	~~888 7TH AVE~~ 100 Crescent Ct, Ste 1000	1.3 STREET ADDRESS	100 Crescent Ct, Suite 1000
CITY-ST-ZIP	~~NEW YORK NY 10106~~ Dallas, TX 75201	1.4 CITY-ST-ZIP	Dallas, TX 75201
TITLE	D ☐ DELETE	2.1 TITLE	T, VP ☐ Change ☒ Addition
NAME	KATZ, RICHARD	2.2 NAME	Frapart, Richard R
STREET ADDRESS	~~888 7TH AVE~~ 100 Crescent Ct, Ste 1000	2.3 STREET ADDRESS	600 E Las Colinas Blvd, Suite 1900
CITY-ST-ZIP	~~NEW YORK NY 10106~~ Dallas, TX 75201	2.4 CITY-ST-ZIP	Irving, TX 75039
TITLE	D ☐ DELETE	3.1 TITLE	S, VP ☐ Change ☒ Addition
NAME	GLADSTEIN, GARY	3.2 NAME	Murphy, Ken
STREET ADDRESS	~~888 7TH AVE.~~ 100 Crescent Ct, Ste 1000	3.3 STREET ADDRESS	600 E Las Colinas Blvd, Suite 1900
CITY-ST-ZIP	~~NEW YORK NY 10106~~ Dallas, TX 75201	3.4 CITY-ST-ZIP	Irving, TX 75039
TITLE	D ☐ DELETE	4.1 TITLE	VP ☐ Change ☒ Addition
NAME	Rothenberg, Stuart	4.2 NAME	Ainsworth, Brian M
STREET ADDRESS	85 Broad St	4.3 STREET ADDRESS	600 E Las Colinas Blvd, Suite 1900
CITY-ST-ZIP	New York NY	4.4 CITY-ST-ZIP	Irving, TX 75039
TITLE	D ☐ DELETE	5.1 TITLE	VP ☐ Change ☒ Addition
NAME	Williams, Todd	5.2 NAME	Lozier, James
STREET ADDRESS	100 Crescent Ct, Ste 1000	5.3 STREET ADDRESS	600 E Las Colinas Blvd, Suite 1900
CITY-ST-ZIP	Dallas, TX 75201	5.4 CITY-ST-ZIP	Irving, TX 75039
TITLE	D ☐ DELETE	6.1 TITLE	VP ☐ Change ☒ Addition
NAME	Descano, Nancy	6.2 NAME	Bernstein, Ronald L
STREET ADDRESS	1013 Centre Road	6.3 STREET ADDRESS	100 Crescent Ct, Suite 1000
CITY-ST-ZIP	Wilmington DE	6.4 CITY-ST-ZIP	Dallas, TX 75201

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 on an attachment with an address.

SIGNATURE: Rich Frapart — 2/7/97 — 972/831-2200
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #
Richard Frapart, Vice President

CR2E034 (9/96)