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PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # F94000001280 (6)

1. Corporation Name

AP CF INVESTORS I OPERATING CORPORATION



Principal Place of Business

Mailing Address

2 MANHATTANVILLE ROAD
PURCHASE NY 10577

2 MANHATTANVILLE ROAD
PURCHASE NY 10577

3. Date Incorporated or Qualified
03/14/1994

3a. Date of Last Report
02/28/1995

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24

29 30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS ST., STE. 105
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and street address

(NOTE: Registered Agent signature required when restating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE P
NAME BLACK, LEON D
STREET ADDRESS 2 MANHATTANVILLE ROAD
CITY-ST-ZIP PURCHASE NY 10577-2118

TITLE DVS
NAME HANNAN, JOHN J
STREET ADDRESS 2 MANHATTANVILLE ROAD
CITY-ST-ZIP PURCHASE NY 10577-2118

TITLE DVS
NAME WEINER, MICHAEL
STREET ADDRESS 1999 AVENUE OF THE STARS
CITY-ST-ZIP LOS ANGELES CA 90067

TITLE VS
NAME COGUT, CRAIG M
STREET ADDRESS 2 MANHATTANVILLE ROAD
CITY-ST-ZIP PURCHASE NY 10577-2118

TITLE V
NAME ROWAN, MARC J
STREET ADDRESS 2 MANHATTANVILLE ROAD
CITY-ST-ZIP PURCHASE NY 10577-2118

TITLE V
NAME SCHEETZ, EDWARD
STREET ADDRESS 2 MANHATTANVILLE ROAD
CITY-ST-ZIP PURCHASE NY 10577-2118

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

V
RONALD SOLOTRUK
2 MANHATTANVILLE ROAD
PURCHASE, NY 10577-2118

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

V
STUART KOENIG
1301 AVENUE OF THE AMERICAS
NEW YORK, NY 10019

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

V/AS
RONALD KRAVIT
1301 AVENUE OF THE AMERICAS
NEW YORK NY 10019

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

V/AS
LEE NEIBART
1301 AVENUE OF THE AMERICAS
NEW YORK, NY 10019

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

V/AS
RICARDO KOENIGSBERGER
1301 AVENUE OF THE AMERICAS
NEW YORK NY 10019

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

Change Addition

14. 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 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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

2/29/96

(914) 694-8000

Daytime Phone #

CR2E034 (12/95)