


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

FILED
Mar 19 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997				FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # F94000001473 (7) 1. Corporation Name SKW II GEN-PAR, INC.					
Principal Place of Business 100 CRESCENT COURT #1000 DALLAS TX 75201			Mailing Address 85 BROAD STREET 19TH FLR NEW YORK NY 10004-2434 US		
2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/23/1994	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		3a. Date of Last Report 07/12/1996	
22 City & State		27 City & State		4. FEI Number 75-2529255	
23 Zip		28 Zip		Applied For Not Applicable	
24 Country		29 Country		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
9. Name and Address of Current Registered Agent		30		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324		81 Name		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
		82 Street Address (P.O. Box Number is Not Acceptable)		10. Name and Address of New Registered Agent	
		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's signature required when reappointing)					
12. OFFICERS AND DIRECTORS					
TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
	PD NEIDICH, DANIEL M	85 BROAD STREET	NEW YORK NY	See attached list <input type="checkbox"/> Change <input type="checkbox"/> Addition	
	VTD HAMAMOTO, DAVID T	85 BROAD STREET	NEW YORK NY	VP, AT, D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
	SVP NAUGHTON, KEVIN	85 BROAD ST	NEW YORK NY	VP, S, T <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
	V ROTHENBERG, STUART M	85 BROAD STREET	NEW YORK NY	VP, D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
	V WEIL, DAVID	85 BROAD STREET	NY NY	VP <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
				VP, AS <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
				Elizabeth O'Brien	
				85 Broad Street, 19th Fl	
				New York, NY 10004	

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: *Elizabeth O'Brien* Vice President 3/4/97 12121802-0292

CR2E034 (9/96)

OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
Stuart M. Rothenberg	Director Vice President	85 Broad Street New York, NY 10004
Daniel M. Neidich	Director President	85 Broad Street New York, NY 10004
David T. Hamamoto	Vice President Assistant Treasurer	85 Broad Street New York, NY 10004
Michael P. Haggerty	Director	901 Main Street Suite 6000 Dallas, Texas 75202
Paul R. Milosevich	Vice President	100 Crescent Court Suite 1000 Dallas, TX 75201
Ralph F. Rosenberg	Vice President Assistant Secretary	85 Broad Street New York, NY 10004

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OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
Kevin D. Naughton	Vice President Secretary Treasurer	85 Broad Street New York, NY 10004
Todd A. Williams	Vice President Assistant Secretary Assistant Treasurer	100 Crescent Court Suite 1000 Dallas, TX 75201
David M. Weil	Vice President	85 Broad Street New York, NY 10004
Edward M. Siskind	Vice President Assistant Treasurer	85 Broad Street New York, NY 10004
Elizabeth A. O'Brien	Vice President Assistant Secretary	85 Broad Street New York, NY 10004
Michael K. Klingher	Vice President	85 Broad Street New York, NY 10004

OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
Zubin Irani	Assistant Vice President	85 Broad Street New York, NY 10004
Dale S. Cooney	Assistant Vice President Assistant Secretary	600 E. Las Colinas Blvd. Suite 1900 Irving, TX 75039
William G. Munding II	Assistant Vice President Assistant Secretary	600 E. Las Colinas Blvd. Suite 1900 Irving, TX 75039
Ken N. Murphy	Assistant Vice President Assistant Secretary	350 S. Grand Avenue 46 th Floor Los Angeles, CA 90071
Brian M. Ainsworth	Assistant Vice President Assistant Secretary	600 E. Las Colinas Blvd. Suite 1900 Irving, TX 75039

OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
James Weston Moffett	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
John Tabb Neblett	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Richard W. Reynolds	Assistant Vice President	1650 Tysons Blvd.
	Assistant Secretary	Suite 1600 McLean, VA 22102
James L. Lozier, Jr.	Assistant Vice President	350 S. Grand Avenue
	Assistant Secretary	46 th Floor Los Angeles, CA 90071
Richard R. Frapart	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039

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OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
Patricia L. Gibson	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Ernest O. Perry III	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Jonathan A. Grossman	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Geoffrey Charles Wood	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Roger H. Beless	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039

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OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
John Gwyn	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Christopher Nelson	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Gary E. Davis	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Milton R. Millman III	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Michael W. Forbes	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039

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OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
Christopher T. Abernathy	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Dixon M. Rich	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Sharon Sterling	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Joanne M. Houser	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Wm. David Lawson	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039

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OFFICERS & DIRECTORS OF SKW II GEN-PAR, INC.

Name	Title	Address
Scott L. Toornburg	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Gail A. Templeton	Assistant Vice President	600 E. Las Colinas Blvd.
	Assistant Secretary	Suite 1900 Irving, TX 75039
Richard F. Schreiber	Assistant Vice President	1650 Tysons Blvd.
	Assistant Secretary	Suite 1600 McLean, VA 22102