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May 12 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # F94000002075 (9)

1. Corporation Name

SECURITY CAPITAL ATLANTIC INCORPORATED

Principal Place of Business

SIX PIEDMONT CENTER
STE. 600
ATLANTA GA 30305

Mailing Address

7777 MARKET CENTER AVE
EL PASO TX 79912
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

04/21/1994

4. FEI Number

85-0415503

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 owes or has paid the current year Intangible
Personal Property Tax due June 30. ☐ Yes ☒ No

2. Principal Place of Business

21 Suite, Apt. #, etc

22 City & State

23 Zip Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

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

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 title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE D
NAME HOLMES, NED S
STREET ADDRESS 55 WAUGH DR. STE. 111
CITY-ST-ZIP HOUSTON TX 77007-9998

TITLE DC
NAME POTTS, JAMES C
STREET ADDRESS SIX PIEDMONT CENTER STE. 600
CITY-ST-ZIP ATLANTA GA

TITLE DCD
NAME MOORE, CONSTANCE B
STREET ADDRESS SIX PIEDMONT CENTER, SUITE 600
CITY-ST-ZIP ATLANTA GA

TITLE V
NAME GARDNER, J L
STREET ADDRESS SIX PIEDMONT CENTER, SUITE 600
CITY-ST-ZIP ATLANTA GA

TITLE V
NAME GARDNER, JR J
STREET ADDRESS 125 LINCOLN AVE
CITY-ST-ZIP SANTA FE NM

TITLE V
NAME MILLER, BRADLEY C
STREET ADDRESS SIX PIEDMONT CENTER, SUITE 600
CITY-ST-ZIP ATLANTA GA

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

2.1 TITLE C/CIO/D
2.2 NAME Potts, James C.
2.3 STREET ADDRESS Six Piedmont Center, Suite 600
2.4 CITY-ST-ZIP Atlanta, GA 30305

3.1 TITLE C/COO/D
3.2 NAME Moore, Constance B.
3.3 STREET ADDRESS Six Piedmont Center, Suite 600
3.4 CITY-ST-ZIP Atlanta, GA 30305

4.1 TITLE D
4.2 NAME Garcia III, M.A.
4.3 STREET ADDRESS 7777 Market Center Avenue
4.4 CITY-ST-ZIP Winterpark, FL 32790

5.1 TITLE D
5.2 NAME Richman, John M.
5.3 STREET ADDRESS 227 West Monroe Street, Suite 4825
5.4 CITY-ST-ZIP Chicago, IL 60606-5016

6.1 TITLE M
6.2 NAME Miller, Bradley C.
6.3 STREET ADDRESS Six Piedmont Center, Suite 600
6.4 CITY-ST-ZIP Atlanta, GA 30305

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: [Handwritten signatures]

CR2E034 (10/97)

Security Capital Atlantic Incorporated
Florida Profit Corporation Annual Report
Director & Officers List

Doc. #: F94000002075(9)
FEIN#85-0415503

TITLE	NAME	ADDRESS
D	Blankenship, C. Ronald	125 Lincoln Avenue Santa Fe, NM 87501
M	Freeman, J. Lindsay	Six Piedmont Center, Suite 600 Atlanta, GA 30305
Senior V	Kell, William	7777 Market Center Avenue El Paso, TX 79912
V	Barrows, Raymond D.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Bivins, Leslie L.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Brown, Neil T.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Dominguez, Joseph J.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Epps, Jan H.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Francis, Nadine M.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Glechauf, Richard L.	7777 Market Center Avenue El Paso, TX 79912
V / Assistant S	Hartman, W. Scott	11 S. LaSalle Street, 2nd Floor Chicago, IL 60603
V	Kelly, George E.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	King, Mona D.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Lester, Mary Caperton	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Rand, Glenn T.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Root, James C.	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	Schumacher, Ann L.	7777 Market Center Avenue El Paso, TX 79912
V	Snider, L. Douglas	Six Piedmont Center, Suite 600 Atlanta, GA 30305
V	White, C. Melvin	Six Piedmont Center, Suite 600 Atlanta, GA 30305
S / Senior V	Klopf, Jeffrey A.	125 Lincoln Avenue Santa Fe, NM 87501
Assistant S	Marker, Lucinda G.	125 Lincoln Avenue Santa Fe, NM 87501
Assistant S	Pearson, Mark W.	125 Lincoln Avenue Santa Fe, NM 87501
Assistant S	Wainwright, Candice T.	Six Piedmont Center #600 Atlanta, GA 30305