

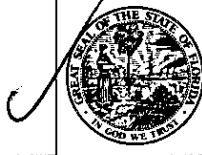
**2003 FOR PROFIT CORPORATION
UNIFORM BUSINESS REPORT (UBR)**

FILED
Mar 17, 2003 8:00 am
Secretary of State

03-17-2003 91109 009 ***150.00

DOCUMENT # F94000002486

1. Entity Name
WALTON STREET REAL ESTATE, INC.



Principal Place of Business
**C/O GROSVENOR INT'L (ATLANTIC) LIMITED
1701 PENNSYLVANIA AVENUE NW
WASHINGTON DC 20006**

Mailing Address
**C/O GROSVENOR INT'L (ATLANTIC) LIMITED
1701 PENNSYLVANIA AVENUE NW
WASHINGTON DC 20006**



2. Principal Place of Business

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

4. FEI Number **52-1648185**

Applied For
Not Applicable

CHECK HERE IF MAKING CHANGES

Zip Country

Zip Country

5. Certificate of Status Desired **\$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

**CT CORP SYSTEM
1200 S PINE ISLAND RD
PLANTATION FL 33324**

Name
Street Address (P.O. Box Number is Not Acceptable)
City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

**FILE NOW!!! FEE IS \$150.00
After May 1, 2003 Fee will be \$550.00
Make Check Payable to Florida Department of State**

9. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE	P	<input checked="" type="checkbox"/> Delete
NAME	HAYWARD RALPH W.	
STREET ADDRESS	ONE EMBARCADERO CENTER STE 3900	
CITY-ST-ZIP	SAN FRANCISCO CA 94111	
TITLE	V	<input checked="" type="checkbox"/> Delete
NAME	FLAVIN, JOHN	
STREET ADDRESS	1701 PENNSYLVANIA AVENUE NW SUITE 1050	
CITY-ST-ZIP	WASHINGTON DC 20006	
TITLE	SD	<input type="checkbox"/> Delete
NAME	MILLER, DAVID L	
STREET ADDRESS	1650 TYSONS BLVD	
CITY-ST-ZIP	MC LEAN VA 22102	
TITLE	T	<input checked="" type="checkbox"/> Delete
NAME	WASHBURN, MARCIA C	
STREET ADDRESS	1701 PENNSYLVANIA AVE NW STE 1050	
CITY-ST-ZIP	WASHINGTON DC 20006	
TITLE	D	<input type="checkbox"/> Delete
NAME	ENGEL, JOHN	
STREET ADDRESS	2300 N STREET NW	
CITY-ST-ZIP	WASHINGTON DC	
TITLE	D	<input type="checkbox"/> Delete
NAME	THREADGOLD, ANDREW	
STREET ADDRESS	55 BASINGHALL STREET	
CITY-ST-ZIP	LONDON EC2V 5DR ENGLAND	

TITLE	P	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILLIAM J. ABELMANN	
STREET ADDRESS	ONE EMBARCADERO CENTER	
CITY-ST-ZIP	SAN FRANCISCO CA 94111	
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE	T	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HELVEY, JULIUS L.	
STREET ADDRESS	ONE EMBARCADERO CENTER	
CITY-ST-ZIP	SAN FRANCISCO CA 94111	
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS	SEE ATTACHED FOR COMPLETE LIST	
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address with all other like empowered.

SIGNATURE: *William L. Hall* **WILLIAM L. HALL, ASST. SECY 2/28/03 202-293-1235**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/02)

Attachment #

80058995
F 94000002486

WALTON STREET REAL ESTATE, INC.

Officers and Directors

John Engel	Director	2300 N Street, N.W. Washington, D. C. 20037
David L. Miller	Director and Secretary	1650 Tysons Boulevard McLean, Virginia 22102
Andrew R. Threadgold	Director	55 Basinghall Street London, EC2V 5DR, England
William J. Abelman	President	One Embarcadero Center San Francisco, CA 94111
Mark R. Preston	Executive Vice President	One Embarcadero Center San Francisco, CA 94111
David A. Taylor	Executive Vice President	1040 West Georgia Street Vancouver, B.C. V6E 4H1
Andrew B. Galbraith	Senior Vice President	1701 Pennsylvania Avenue, N.W. Washington, D.C. 20006
David E. Olson	Senior Vice President	One Embarcadero Center San Francisco, CA 94111
Gerry A. Zalkovsky	Senior Vice President	One Embarcadero Center San Francisco, CA 94111
Alan V. Chamorro	Vice President	One Embarcadero Center San Francisco, CA 94111
James A. Delmotte	Vice President	1701 Pennsylvania Avenue, N.W. Washington, D. C. 20006
Julius L. Helvey	Treasurer	One Embarcadero Center San Francisco, CA 94111

