


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

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May 10, 1999 8:00 am
Secretary of State

05-10-1999 90131 038 ***150.00



PROFIT CORPORATION ANNUAL REPORT 1999				FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # F94000005566					
1. Corporation Name PROLOGIS DEVELOPMENT SERVICES INCORPORATED					
Principal Place of Business 14100 E 35TH PLACE AURORA CO 80011 US			Mailing Address 7777 MARKET CENTER AVENUE EL PASO TX 79912 US		
2. Principal Place of Business 21		2a. Mailing Address 26		3. Date Incorporated or Qualified 10/26/1994	
Suite, Apt. #, etc. 22		Suite, Apt. #, etc. 27		4. FEI Number 74-2719602 74-2719062 Applied For <input type="checkbox"/> Not Applicable	
City & State 23		City & State 28		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
Zip 24		Zip 29		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Country 25		Country 30		8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	
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	C	<input type="checkbox"/> DELETE			
NAME	BROOKSHER, K DANE				
STREET ADDRESS	14100 E 35TH PLACE				
CITY-ST-ZIP	AURORA CO				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	WATTLES, THOMAS G				
STREET ADDRESS	125 LINCOLN AVENUE, STE 300				
CITY-ST-ZIP	SANTA FE NM 87501				
TITLE	V	<input type="checkbox"/> DELETE			
NAME	MADSEN, DONALD W				
STREET ADDRESS	14100 E 35TH PLACE				
CITY-ST-ZIP	AURORA CO 80011				
TITLE	V	<input type="checkbox"/> DELETE			
NAME	GOTTLIEB, JEFFREY S.				
STREET ADDRESS	7777 MARKET CENTER AVENUE				
CITY-ST-ZIP	EL PASO TX				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	BLANKENSHIP, C RONALD				
STREET ADDRESS	125 LINCOLN AVENUE				
CITY-ST-ZIP	SANTA FE NM				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	DRESSLER, DAVID C				
STREET ADDRESS	125 LINCOLN AVE				
CITY-ST-ZIP	SANTA FE NM				
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12					
1.1 TITLE	C/P	<input type="checkbox"/> Change <input type="checkbox"/> Addition			
1.2 NAME	Brooksher, K. Dane				
1.3 STREET ADDRESS	14100 E. 35th Place				
1.4 CITY-ST-ZIP	Aurora, CO 80011				
2.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition			
2.2 NAME	Wattles, Thomas G.				
2.3 STREET ADDRESS	125 Lincoln Avenue				
2.4 CITY-ST-ZIP	Santa Fe, NM 87501				
3.1 TITLE	M	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition			
3.2 NAME	Szurek, Paul E.				
3.3 STREET ADDRESS	7777 Market Center Avenue				
3.4 CITY-ST-ZIP	El Paso, Tx 79912				
4.1 TITLE	V	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition			
4.2 NAME	Gottlieb, Jeffrey S.				
4.3 STREET ADDRESS	7777 Market Center Avenue				
4.4 CITY-ST-ZIP	El Paso, TX 79912				
5.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition			
5.2 NAME	Blankenship C. Ronald				
5.3 STREET ADDRESS	125 Lincoln Avenue				
5.4 CITY-ST-ZIP	Santa Fe, NM 87501				
6.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition			
6.2 NAME	Dressler, David C.				
6.3 STREET ADDRESS	2100 RiverEdge Parkway, 9th Floor				
6.4 CITY-ST-ZIP	Atlanta, GA 30328				

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

ProLogis Development Services Incorporated
Florida Profit Corporation Annual Report
List of Officers & Directors

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S 323709013138

Doc #: F94000005566

FEIN: 74-2719062

<u>Titles</u>	<u>Name</u>	<u>Address</u>
C/T	Lyons III, Irving F. =	47775 Fremont Boulevard Fremont, CA 94538
M	Watson, Robert J.	14100 E. 35th Place Aurora, CO 80011
Senior V	Heaton, C. Robert	11 South LaSalle St, 2nd Floor Chicago, IL 60603
Senior V	Rizzo, John	156 High Street Exeter, NH 03833
Senior V	Seiple, John W.	14100 E. 35th Place Aurora, CO 80011
V	Boris, Darcy B.	Boulevard de la Woluwe 34 Brussels, Belgium 1200
V	Curtis, Charles	11 South LaSalle St, 2nd Floor Chicago, IL 60603
V	Daniel, David B	14100 E. 35TH Place Aurora, CO 80011
V	Degner, Mark H.	14100 E. 35th Place Aurora, CO 80011
V	Hutchison, J. Robert	7777 Market Center Avenue El Paso, TX 79912
V/T	Long, Edward F.	7777 Market Center Avenue El Paso, TX 79912
V/Assistant S	Nekritz, Edward S.	14100 E. 35th Place Aurora, CO 80011
V	Nielsen, Peter J.	14100 E. 35th Place Aurora, CO 80011
Assistant T	Dodds, Vincent L.	7777 Market Center Avenue El Paso, TX 79912
Assistant S	Kessler, Gerd A.	125 Lincoln Avenue Santa Fe, NM 87501

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