


FILED
Feb 09 1998 8:00am
Secretary of State

<div>PROFIT CORPORATION ANNUAL REPORT 1998</div> <div></div>		<div>FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS</div>		<div>Feb 09 1998 8:00am Secretary of State</div>	
<div>DOCUMENT # F95000000620 (3)</div> <div>1. Corporation Name PERA BOCA ELEVEN, INC.</div>					
<div>Principal Place of Business 101 CALIFORNIA ST 26TH FLOOR SAN FRANCISCO CA 94111-853 US</div>			<div>Mailing Address 101 CALIFORNIA ST 26TH FLOOR SAN FRANCISCO CA 94111-853 US</div>		
<div>2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24 94111-5853 25</div>			<div>2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29 94111-5853 30</div>		
<div>3. Date Incorporated or Qualified 02/06/1995</div>			<div>4. FEI Number 84-1249343</div>		
<div>5. Certificate of Status Desired \$8.75 Additional Fee Required</div>			<div>6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees</div>		
<div>7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No</div>			<div>8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No</div>		
<div>9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324</div>			<div>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</div>		
<div>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.</div>					
<div>SIGNATURE X X X X X X X X X X X X X X X X Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent Signature required when reinstating) DATE</div>					
<div>12. OFFICERS AND DIRECTORS TITLE P HAUER, SUZANNE M NAME 101 CALIFORNIA ST, 26TH FLOOR STREET ADDRESS SAN FRANCISCO CA 53 CITY-ST-ZIP TITLE V EGAN, GERALD E NAME 875 N MICHIGAN AVE STE 4114 41ST FLOOR STREET ADDRESS CHICAGO IL CITY-ST-ZIP TITLE ST FERKULL, PAULA M NAME 875 N MICHIGAN AVE STE 4114 41ST FLOOR STREET ADDRESS CHICAGO IL CITY-ST-ZIP TITLE V COOK, ROEBRT J NAME 875 N MICHIGAN AVE STE 4114 41ST FLOOR STREET ADDRESS CHICAGO IL CITY-ST-ZIP TITLE V FEINBERG, PETER F NAME 55 EAST 52ND STREET, 31ST FLOOR STREET ADDRESS NEW YORK NY CITY-ST-ZIP TITLE V GONZALEZ, TIMOTHY K NAME 101 CALIFORNIA ST 26TH FLOOR STREET ADDRESS SAN FRANCISCO CA 53 CITY-ST-ZIP</div>			<div>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE Change Addition 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP San Francisco CA 94111-5853 2.1 TITLE Change Addition 2.2 NAME 2.3 STREET ADDRESS 875 North Michigan Avenue, 41st Floor 2.4 CITY-ST-ZIP Chicago IL 60611-1901 3.1 TITLE Change Addition 3.2 NAME 3.3 STREET ADDRESS 875 North Michigan Avenue, 41st Floor 3.4 CITY-ST-ZIP Chicago IL 60611-1901 4.1 TITLE Change Addition 4.2 NAME 4.3 STREET ADDRESS 875 North Michigan Avenue, 41st Floor 4.4 CITY-ST-ZIP Chicago IL 60611-1901 5.1 TITLE Change Addition 5.2 NAME V 5.3 STREET ADDRESS Leitner III, Charles B. 5.4 CITY-ST-ZIP 875 North Michigan Avenue, 41st Floor 6.1 TITLE Change Addition 6.2 NAME 6.3 STREET ADDRESS Chicago IL 60611-1901 6.4 CITY-ST-ZIP San Francisco CA 94111-5853</div>		
<div>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.</div>					

**ATTACHMENT TO
FLORIDA PROFIT CORPORATION ANNUAL REPORT FOR
PERA BOCA ELEVEN, INC.**

Director

Norman G. Benedict

1300 Logan Street
Denver, Colorado 80203