

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # F95000001058 (5)

1. Corporation Name

ELL-CAP GP, INC.



Principal Place of Business

Mailing Address

5550 SW MACADAM, SUITE 200
PORTLAND OR 97201

5550 SW MACADAM, SUITE 200
PORTLAND OR 97201

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

3. Date Incorporated or Qualified

03/06/1995

3a. Date of Last Report

4. FEI Number

93-1159282

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 has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

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, by either person name of registered agent and the applicable

(Initial Registered Agent signature required when terminating)

Date

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE PC
NAME ELLENBURG, GERALD D
STREET ADDRESS 5550 SW MACADAM, SUITE 200
CITY-ST-ZIP PORTLAND OR 97201

DELETE

TITLE S
NAME WOLLER, ANTHONIE H
STREET ADDRESS 5550 SW MACADAM, SUITE 200
CITY-ST-ZIP PORTLAND OR 97201

DELETE

TITLE TD
NAME WEGNER, ROBERT E.C.
STREET ADDRESS 5550 SW MACADAM, SUITE 200
CITY-ST-ZIP PORTLAND OR 97201

DELETE

TITLE VCV
NAME HAASE, BARRY L
STREET ADDRESS 3 BETHESDA METRO CENTER, SUITE 508
CITY-ST-ZIP BETHESDA MD 20814

DELETE

TITLE D
NAME BERARDI, GERARD
STREET ADDRESS 11030 SW CAPITAL HIGHWAY
CITY-ST-ZIP PORTLAND OR 97219

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

11 TITLE

12 NAME

13 STREET ADDRESS

14 CITY-ST-ZIP

21 TITLE

22 NAME

23 STREET ADDRESS

24 CITY-ST-ZIP

31 TITLE

32 NAME

33 STREET ADDRESS

34 CITY-ST-ZIP

41 TITLE

42 NAME

43 STREET ADDRESS

44 CITY-ST-ZIP

51 TITLE

52 NAME

53 STREET ADDRESS

54 CITY-ST-ZIP

61 TITLE

62 NAME

63 STREET ADDRESS

64 CITY-ST-ZIP

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

200001922652
-08/15/96--01005--004
***675.00

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information included 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Diana Bishop

DIANA BISHOP

6/12/96

503-274-2200

CR2E034 (3/96)