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FILED
May 21 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F95000004849 (4)

1. Corporation Name

~~FM DEVELOPMENT COMPANY, ALPHA~~
Pacific Bay Homes NC

Principal Place of Business
275 BATTERY STREET
23RD FL
SAN FRANCISCO CA 94105
US

Mailing Address
C/O FORD MOTOR COMPANY
THE AMERICAN ROAD RM 570 WHO
DEARBORN MI 48121
US



2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified 10/06/1995	3a. Date of Last Report 05/01/1996
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 95-4387158	Applied For Not Applicable
22 City & State	27 City & State	5. Certificate of Status Desired ☐	\$8.75 Additional Fee Required
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution ☐	\$5.00 May Be Added to Fees
24 Country	29 Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No	

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324	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
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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	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE NAME STREET ADDRESS CITY-ST-ZIP CD WALDECK, FREDERICK T 135 MAIN STREET SAN FRANCISCO CA	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP ☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP PD MARKLEY, JOHN G 135 MAIN STREET SAN FRANCISCO CA	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP 900002201869 -06/04/97--01099--004 ***990.00 ☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP V OLIVE, DEBBIE 275 BATTERY STREET 23RD FL SAN FRANCISCO CA	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP Tami Lopez Assistant Treasurer/Tax Officer The American Rd. Dearborn, MI 48121 ☐ Change ☒ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP V EDMONSTON, ROBERT R 135 MAIN STREET SAN FRANCISCO CA	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP Secretary McKinlay, Scott 275 BATTERY ST., 23rd FL SAN FRANCISCO, CA ☐ Change ☒ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP VT HEINRICH, DANIEL J 135 MAIN STREET SAN FRANCISCO CA	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP Chief Financial Officer ALVAREZ, JR. F. RENE 275 BATTERY ST., 23rd FL SAN FRANCISCO, CA ☐ Change ☒ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP V HUDSON, LEE 135 MAIN STREET SAN FRANCISCO CA	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP Vice President Hamm, Richard W. 275 BATTERY ST., 23rd FL CS SAN FRANCISCO, CA 5/8/97 ☐ Change ☒ Addition

14. I do 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: Tami Lopez
4-23-97

CR2E034 (9/96)