

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

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May 12 1997 8:00am  
Secretary of State

<b>PROFIT CORPORATION ANNUAL REPORT 1997</b>		<b>FLORIDA DEPARTMENT OF STATE</b> <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000002094 (8)

1. Corporation Name  
WHCMB, INC.



Principal Place of Business 2001 BRYAN ST #2300 DALLAS TX 75201	Mailing Address 2001 BRYAN ST #2300 DALLAS TX 75201-3028
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3. Date Incorporated or Qualified 04/24/1996	3a. Date of Last Report New Business
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	4. FEI Number 75-2636075	Applied For Not Applicable
		5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" 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	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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 \_\_\_\_\_ (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	DV BENTLEY, LESLIE V 2001 BRYAN ST #2300 DALLAS TX 75201 <input type="checkbox"/> DELETE	11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-ST-ZIP	<del>President</del> + Dir. <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition Leslie V. Bentley
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D DANZIGER, ERIC A 2001 BRYAN ST #2300 DALLAS TX 75201 <input checked="" type="checkbox"/> DELETE	21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY-ST-ZIP	Vice President + Dir. <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition Stanley M. Koonce 2001 Bryan St., Suite 2300
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P CARREKER, JAMES D 2001 BRYAN ST #2300 DALLAS TX 75201 <input checked="" type="checkbox"/> DELETE	31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-ST-ZIP	<del>President + Director</del> <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition James D. Carreker
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S TURNER, ELISE M 2001 BRYAN ST #2300 DALLAS TX 75201 <input checked="" type="checkbox"/> DELETE	41 TITLE 42 NAME 43 STREET ADDRESS 44 CITY-ST-ZIP	Secretary <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition Beverly M. Houston 2001 Bryan St., Suite 2300 75201
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T KLUMPH, JOHN P 2001 BRYAN ST #2300 DALLAS TX 75201 <input checked="" type="checkbox"/> DELETE	51 TITLE 52 NAME 53 STREET ADDRESS 54 CITY-ST-ZIP	Treasurer <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition Anne L. Raymond 2001 Bryan St., Suite, 2300 Dallas, Texas 75201
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> DELETE	61 TITLE 62 NAME 63 STREET ADDRESS 64 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> 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 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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Beverly M. Houston *Bef Houston* 4/24/97 (214) 863-1000  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)