

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

FILED
May 19 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # F96000003041 (8)

1. Corporation Name
LAURELS REALTY HOLDING CO., INC.



Principal Place of Business
% J.P. MORGAN INVESTMENT MANAGEMENT INC.
23 WALL ST.
NEW YORK NY 10280-0023

Mailing Address
% J.P. MORGAN INVESTMENT MANAGEMENT INC.
23 WALL ST.
NEW YORK NY 10280-1000

3. Date Incorporated or Qualified
06/25/1996

3a. Date of Last Report
NEW

2. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
21	26	13-3895289	Not Applicable
Suite, Apt. #, etc.	Suite, Apt. #, etc.	5. Certificate of Status Desired	\$8.75 Additional Fee Required
22	27	<input type="checkbox"/>	
City & State	City & State	6. Election Campaign Financing	\$5.00 May Be Added to Fees
23	28	Trust Fund Contribution	<input type="checkbox"/>
Zip	Zip	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<input type="checkbox"/> Yes <input type="checkbox"/> No
24	29		
Country	Country		
25	30		

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

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 reinstalling)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DVAS <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PFEIFFER, ANNE S	1.2 NAME	
STREET ADDRESS	23 WALL ST.	1.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10280-0023	1.4 CITY-ST-ZIP	
TITLE	DVT <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BENDIT, KARYN K	2.2 NAME	
STREET ADDRESS	23 WALL ST.	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10280-0023	2.4 CITY-ST-ZIP	
TITLE	DVAS <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HEISE, TIMOTHY J	3.2 NAME	
STREET ADDRESS	23 WALL ST.	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10280-0023	3.4 CITY-ST-ZIP	
TITLE	DVAS <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	OLSON, JAMES S	4.2 NAME	
STREET ADDRESS	23 WALL ST.	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10280-0023	4.4 CITY-ST-ZIP	
TITLE	DP <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WEST, DONALD K JR.	5.2 NAME	
STREET ADDRESS	23 WALL ST.	5.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10280-0023	5.4 CITY-ST-ZIP	
TITLE	VAS <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ASHEIM, ERLING	6.2 NAME	
STREET ADDRESS	23 WALL ST.	6.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10280-0023	6.4 CITY-ST-ZIP	

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: *[Signature]*

Assistant
Treasurer

4/22/97 (212) 837-1747

CR2E034 (9/96)

DIRECTORS

NAME	ADDRESS
ANNE S. PFEIFFER	23 WALL STREET, NEW YORK, NY 10260-0023
KARYN K. BENDIT	"
TIMOTHY J. HEISE	"
JAMES S. OLSON	"
DONALD K. WIEST, JR.	"

OFFICERS

TITLE	ADDRESS
PRESIDENT	DONALD K. WIEST, JR. 23 WALL STREET, NEW YORK, NY 10260-0023
VICE PRESIDENT AND TREASURER	KARYN K. BENDIT "
VICE PRESIDENT AND ASSISTANT SECRETARY	ERLING ASHEIM "
VICE PRESIDENT AND ASSISTANT SECRETARY	JERRY W. BAIRD "
VICE PRESIDENT AND ASSISTANT SECRETARY	M. DOUGLAS BISSETT "
VICE PRESIDENT AND ASSISTANT SECRETARY	MARK J. BONAPACE "
VICE PRESIDENT AND ASSISTANT SECRETARY	KIRSTEN CHAPMAN "
VICE PRESIDENT AND ASSISTANT SECRETARY	LISA M. CZACHOR "
VICE PRESIDENT AND ASSISTANT SECRETARY	DAVID CHEN "
VICE PRESIDENT AND ASSISTANT SECRETARY	WILLIAM N. CINNAMOND, JR. "
VICE PRESIDENT AND ASSISTANT SECRETARY	ANN E. COLE "
VICE PRESIDENT AND ASSISTANT SECRETARY	WAYNE A. COMER "
VICE PRESIDENT AND ASSISTANT SECRETARY	SHERYL M. CROSLAND "

OFFICERS (CONTINUED)**TITLE****ADDRESS**

VICE PRESIDENT AND ASSISTANT SECRETARY	KEVIN J. FAXON	23 WALL STREET, NEW YORK, NY 10260-0023
VICE PRESIDENT AND ASSISTANT SECRETARY	RENA FLAUM	"
VICE PRESIDENT AND ASSISTANT SECRETARY	EVAN M. GRAF	"
VICE PRESIDENT AND ASSISTANT SECRETARY	TIMOTHY J. HEISE	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES C. McLOUGHLIN	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DANIEL F. MINKOFF	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JUSTIN M. MURPHY	"
VICE PRESIDENT AND ASSISTANT TREASURER	GEORGE L. OCHS	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES S. OLSON	"
VICE PRESIDENT AND ASSISTANT SECRETARY	SCOTT G. ONUFREY	"
VICE PRESIDENT AND ASSISTANT SECRETARY	ANNE S. PFEIFFER	"
VICE PRESIDENT AND ASSISTANT SECRETARY	HENRY A. RAEMSCH	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES E. ROSASCO	"
VICE PRESIDENT AND ASSISTANT SECRETARY	FREDERICK N. SHEPPARD	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DANIEL VOLPANO	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES M. WALSH	"
VICE PRESIDENT AND ASSISTANT SECRETARY	PETER B. WEED	"
SECRETARY AND ASSISTANT TREASURER	ANNE M. MANCUSO	"