

9211999-90010-001-\$7,150.00-\$550.00

999.

AMOUNT DUE ON OR BEFORE 06/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$250).

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 15 AM 9:00

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000003208

1. Corporation Name
NEW GALAHAD NORTH CORP.

Principal Place of Business % GOLDMAN SACHS & CO. 100 CRESCENT CT., STE. 1000 DALLAS TX 75201	Mailing Address 800 E. LAS COLINAS BLVD., SUITE 1000 IRVING TX 75039
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2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
06/25/1996

4. FEI Number 75-2657426	Applied For Not Applicable
5. Certificate of Status Declered <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 owes the current year Intangible Personal Property. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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 _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	1.1 TITLE	1.2 NAME
D	EDELMAN, MARTIN L 100 CRESCENT CT., STE. 1000 DALLAS TX 75201	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
D	KATZ, RICHARD 100 CRESCENT CT., STE. 1000 DALLAS TX 75201	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
D	GLADSTEIN, GARY 100 CRESCENT CT., STE. 1000 DALLAS TX 75201	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
D	ROTHENBERG, STUART M 100 CRESCENT CT., STE. 1000 DALLAS TX 75201	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
D	WILLIAMS, TODD A 100 CRESCENT CT., STE. 1000 DALLAS TX 75201	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
		<input type="checkbox"/> Change <input type="checkbox"/> Addition	

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.

SIGNATURE: Rick Payne **VICE-PRESIDENTED** Date: 9-14-99 Daytime Phone #: (972) 368-3100

CR20204 (5/99)

NEW GALAHAD NORTH CORP.
List of Officers and Directors

Martin Edelman 888 7 th Avenue New York, NY 10106	Director
Richard Katz 888 7 th Avenue New York, NY 10106	Director
Gary Gladstein 888 7 th Avenue New York, NY 10106	Director
Stuart M. Rothenberg 85 Broad Street New York, NY 10004	Director
Todd Williams 100 Crescent Court, Suite 1000 Dallas, TX 75201	Director
G. Douglas Gunn 100 Crescent Court, Suite 1000 Dallas, TX 75201	Director
Nancy Descano 1013 Centre Road Wilmington, DE	Director
G. Douglas Gunn 100 Crescent Court, Suite 1000 Dallas, TX 75201	President
Ron K. Barger 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President & Secretary
Richard R. Frapart 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President & Treasurer
Brian M. Ainsworth 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President
William G. Munding II 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President
Ronald L. Bernstein 85 Broad Street New York, NY 10004	Vice President

**NEW GALAHAD NORTH CORP.
List of Officers and Directors (cont'd)**

James L. Lozier, Jr. 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President
Ken M. Murphy 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President
Michael Nelsen 888 7 th Avenue New York, NY 10106	Vice President
Ronald L. Bernstein 85 Broad Street New York, NY 10004	Vice President
James L. Lozier, Jr. 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President
Ken M. Murphy 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President
Roger Beless 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President, Asst. Secretary & Asst. Treasurer
Van Littrell 600 E. Las Colinas Blvd., Suite 400 Irving, TX 75039	Vice President, Asst. Secretary & Asst. Treasurer