

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

FILED
Feb 27 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **F96000004230 (6)**

1. Corporation Name
ORLANDO GP, INC.

Principal Place of Business C/O DONALDSON LUFKIN & JENNRETTE 277 PARK AVE. NEW YORK NY 10172	Mailing Address C/O DONALDSON LUFKIN & JENNRETTE 277 PARK AVE. NEW YORK NY 10172
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/19/1996	
21. Suite, Apt. #, etc.	22. City & State	26. Suite, Apt. #, etc.	27. City & State	4. FEI Number 13-3901271	Applied For <input type="checkbox"/> Not Applicable
23. Zip	25. Country	28. Zip	30. Country	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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> 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	85. Zip Code 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

Signature: Typed or printed name of registered agent and 11% if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	V	1.1 TITLE	Tax Manager
NAME	DODES, IVY B	1.2 NAME	Mark A. Competiello
STREET ADDRESS	277 PARK AVE.	1.3 STREET ADDRESS	277 Park Avenue
CITY-ST-ZIP	NEW YORK NY 10172	1.4 CITY-ST-ZIP	New York, NY 10172
TITLE	ST	2.1 TITLE	ST
NAME	SEGLER, THOMAS E	2.2 NAME	Marjorie S. White
STREET ADDRESS	277 PARK AVE.	2.3 STREET ADDRESS	277 Park Avenue
CITY-ST-ZIP	NEW YORK NY 10172	2.4 CITY-ST-ZIP	New York, NY 10172
TITLE	DC	3.1 TITLE	D
NAME	JAMES, HAMILTON E	3.2 NAME	Hamilton E. James
STREET ADDRESS	277 PARK AVE.	3.3 STREET ADDRESS	277 Park Avenue
CITY-ST-ZIP	NEW YORK NY 10172	3.4 CITY-ST-ZIP	New York, NY 10172
TITLE	DC	4.1 TITLE	
NAME	WEIL, DAVID R.	4.2 NAME	
STREET ADDRESS	277 PARK AVE.	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	M/D
NAME	HASSEM, NEIL N.	5.2 NAME	Neil N. Hasson
STREET ADDRESS	277 PARK AVE.	5.3 STREET ADDRESS	277 Park Avenue
CITY-ST-ZIP	NEW YORK NY	5.4 CITY-ST-ZIP	New York, NY 10172
TITLE	D	6.1 TITLE	M/D
NAME	SHOLEM, BARRY A	6.2 NAME	Barry A. Sholem
STREET ADDRESS	277 PARK AVE.	6.3 STREET ADDRESS	277 Park Avenue
CITY-ST-ZIP	NEW YORK NY 10172	6.4 CITY-ST-ZIP	New York, NY 10172

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 holder of a trust 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:  Mark A. Competiello
Tax Manager FEB 17 1998 212-892-4939

CR2E034 (10/97)