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May 12, 1999 8:00 am
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05-12-1999 90007 031 ***158.75

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F96000004303

1. Corporation Name

GRUBB & ELLIS AFFILIATES, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business

Mailing Address

2215 SANDERS RD
STE 400
NORTHBROOK IL 60062
US

2215 SANDERS RD
STE 400
NORTHBROOK IL 60062
US

3. Date Incorporated or Qualified

08/22/1996

2. Principal Place of Business

2a. Mailing Address

4. FEI Number

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation owes the current year Intangible
Personal Property Tax.

Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

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

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 reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	D	DELETE
NAME	PARKER, B D	
STREET ADDRESS	2215 SANDERS RD	
CITY-ST-ZIP	NORTHBROOK IL 60062	
TITLE	D	DELETE
NAME	WLNER, R J	
STREET ADDRESS	2215 SANDERS RD	
CITY-ST-ZIP	NORTHBROOK IL 60062	
TITLE	D	DELETE
NAME	YOJNG, N R	
STREET ADDRESS	2215 SANDERS RD	
CITY-ST-ZIP	NORTHBROOK IL 60062	
TITLE	CEO	DELETE
NAME	YOUNR, N R	
STREET ADDRESS	2215 SANDERS RD	
CITY-ST-ZIP	NORTHBROOK IL 60062	
TITLE	P	DELETE
NAME	POPE, S	
STREET ADDRESS	2215 SANDERS RD	
CITY-ST-ZIP	NORTHBROOK IL 60062	
TITLE	VP	DELETE
NAME	PARKER, B	
STREET ADDRESS	2215 SANDERS RD	
CITY-ST-ZIP	NORTHBROOK IL 60062	

1.1 TITLE	Change	Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE	Change	Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE	Change	Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE	Change	Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	Change	Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	Change	Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

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, with all other like empowered.

SIGNATURE:

Carol Vannissdale 4/15/99

CR2E034 (1/98)

Grubb & Ellis Affiliates, Inc.

Directors, Officers Report

Attachment to 1999 Florida Profit Corporation Annual Report

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DIRECTORS

Brian D. Parker Primary Address:	Director Grubb & Ellis Company 2215 Sanders Road, 4th Floor Northbrook, IL 60062
Robert J. Walner Primary Address:	Director Grubb & Ellis Company 2215 Sanders Road, 4th Floor Northbrook, IL 60062
Neil R. Young Primary Address:	Director Grubb & Ellis Company 2215 Sanders Road, 4th Floor Northbrook, IL 60062

OFFICERS

Neil R. Young Primary Address:	Chief Executive Officer Grubb & Ellis Company 2215 Sanders Road, 4th Floor Northbrook, IL 60062
Steven Pope Primary Address:	President Grubb & Ellis Company 2215 Sanders Road, 4th Floor Northbrook, IL 60062
Brian D. Parker Primary Address:	Senior Vice President and Chief Financial Officer Grubb & Ellis Company 2215 Sanders Road, 4th Floor Northbrook, IL 60062
Phillip D. Royster Primary Address:	Senior Vice President Grubb & Ellis Company 500 North State College Blvd, Suite 100 Orange, CA 92668
Robert J. Walner Primary Address:	Senior Vice President, Corporate Secretary and General Counsel Grubb & Ellis Company 2215 Sanders Road, 4 th Floor Northbrook, IL 60062
Blake W. Harbaugh Primary Address:	Vice President and Controller Grubb & Ellis Company 2215 Sanders Road, 4 th Floor Northbrook, IL 60062

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Donald D. Olinger

Primary Address:

Vice President, Finance

Grubb & Ellis Company
2215 Sanders Rd
Suite 400
Northbrook, IL 60062

James Fenton

Primary Address:

Vice President and Assistant Secretary

Grubb & Ellis Company
2215 Sanders Rd
Suite 400
Northbrook, IL 60062

Mark H. Fine

Primary Address:

Vice President and Assistant Secretary

Grubb & Ellis Company
2215 Sanders Rd
Suite 400
Northbrook, IL 60062

Carol M. Vanairsdale

Primary Address:

Vice President and Assistant Secretary

Grubb & Ellis Company
1646 N. California Blvd., Suite 500
Walnut Creek, CA 94596