

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
May 08 1997 8:00am
Secretary of State

DOCUMENT # F96000005790 (8)

1. Corporation Name
STERNLICHT HOLDINGS II, INC.

Principal Place of Business
THREE PICKWICK PLAZA
GREENWICH CT 06830

Mailing Address
THREE PICKWICK PLAZA
GREENWICH CT 06830-5538



2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

30 Country

3. Date Incorporated or Qualified

11/06/1996

3a. Date of Last Report

4. FEI Number

36-3892269

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 has liability for intangible tax under s. 199.032,
Florida Statutes

Yes 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

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

TITLE	PD	DELETE
NAME	STERNLICHT, BARRY S	
STREET ADDRESS	THREE PICKWICK PLAZA, STE 250	
CITY, ST, ZIP	GREENWICH CT	
TITLE	VAS	DELETE
NAME	GROSE, MADISON F	
STREET ADDRESS	THREE PICKWICK PLAZA, STE 250	
CITY, ST, ZIP	GREENWICH CT	
TITLE	V	DELETE
NAME	SUGARMAN, JAY	
STREET ADDRESS	THREE PICKWICK PLAZA, STE 250	
CITY, ST, ZIP	GREENWICH CT	
TITLE	VST	DELETE
NAME	SILVEY, JEROME C	
STREET ADDRESS	THREE PICKWICK PLAZA, STE 250	
CITY, ST, ZIP	GREENWICH CT	
TITLE	V	DELETE
NAME	GORAB, EUGENE A	
STREET ADDRESS	THREE PICKWICK PLAZA, STE 250	
CITY, ST, ZIP	GREENWICH CT	
TITLE	V	DELETE
NAME	EILIAN, JONATHAN D	
STREET ADDRESS	THREE PICKWICK PLAZA, STE 250	
CITY, ST, ZIP	GREENWICH CT	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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	

600002182246
-05/19/97--01008--029
***165.00

CS
5/8/97

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

4/30/97

203-861-2100

CR2E034 (9/96)