

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

**FILED**  
**May 13, 1999 8:00 am**  
**Secretary of State**

05-13-1999 90018 030 \*\*\*150.00

<b>PROFIT CORPORATION</b> <b>ANNUAL REPORT</b> <b>1999</b>	<b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> <b>Secretary of State</b> <b>DIVISION OF CORPORATIONS</b>
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**DOCUMENT # F97000003365**

1. Corporation Name

CAMDEN USA, INC. ✓

Principal Place of Business THREE GREENWAY PLAZA SUITE 1300 HOUSTON, TX 77046	Mailing Address THREE GREENWAY PLAZA SUITE 1300 HOUSTON, TX 77046
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	3. Date Incorporated or Qualified 06/27/1997	4. FEI Number 76-0522167	Applied For Not Applicable
		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 the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

9. Name and Address of Current Registered Agent NRAI SERVICES, INC. 526 EAST PARK AVE. TALLAHASSEE, FL 32301	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
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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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	CEOD CAMPO, RICHARD J 3200 SOUTHWEST FREEWAY HOUSTON, TX 77027 <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 3 GREENWAY PLAZA SUITE 1300 HOUSTON, TX 77046
TITLE NAME STREET ADDRESS CITY - ST - ZIP	PD ODEN, D K 3200 SOUTHWEST FREEWAY HOUSTON, TX 77027 <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 3 GREENWAY PLAZA SUITE 1300 HOUSTON, TX 77046
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VATS JOHNSON, ELIZABETH P 3200 SOUTHWEST FREEWAY HOUSTON, TX 77027 <input checked="" type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition V STEWART, MALCOLM 3 GREENWAY PLAZA, SUITE 1300 HOUSTON, TX 77046
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V HINTON, JAMES M 3200 SOUTHWEST FREEWAY HOUSTON, TX 77027 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 3 GREENWAY PLAZA, SUITE 1300 HOUSTON, TX 77046
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V DIMICK, ALISON 3200 SOUTHWEST FREEWAY HOUSTON, TX 77027 <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 3 GREENWAY PLAZA, SUITE 1300 HOUSTON, TX 77046
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V DAWSON, G S 3200 SOUTHWEST FREEWAY HOUSTON, TX 77027 <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition VTS 3 GREENWAY PLAZA, SUITE 1300 HOUSTON, TX 77046

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:**  **G. Steven Dawson**  
Sr. Vice President and  
Director of Finance  
Date: 4/23/99 Daytime Phone #: 713-354-2580

CR2E034 (11/98)