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1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

AMERICAN APARTMENT COMMUNITIES II, INC. Principal Place of Business Mailing Address 615 FRONT ST 615 FRONT ST SAN FRANCISCO CA 94111 SAN FRANCISCO CA 94111 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 07/17/1997 4. FEI Number 2. Principal Place of Business 2a. Mailing Address Applied For 94-3236143 APPLIED FOR 21 26 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State **\$5.00** May Be 6. Election Campaign Financing 23 28 Trust Fund Contribution Added to Fees Country Country Zip Zio 8. This corporation owes or has paid the current year intangible No N/ 24 25 29 30 Personal Property Tax due June 30. 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 CT CORPORATION SYSTEM Name 1200 SO PINE ISLAND RD Street Address (P.O. Box Number is Not Acceptable) PLANTATION FL 33324 83 City 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) 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. TITLE 1.1 TITLE DELETE Change Addition KLINGBEIL, JAMES D NAME 1.2 NAME 70230 000002670230---10/22/98--01070--012 615 FRONT ST STREET ADDRESS 1.3 STREET ADDRESS SAN FRANCISCO CA 94111 CITY-ST-ZIP 1.4 CITY-ST-ZIP ****750_00 ****750.00 TITLE 2.1 TITLE DELETE Change Addition NICKERSON, GEORGE R NAME 2.2 NAME 21 W BROAD ST 11TH FLOOR STREET ADDRESS 2.3 STREET ADDRESS COLUMBUS OH 43215 CITY-ST-ZIP 2.4 CITY-ST-ZIP TITLE DELETE 3.1 TITLE Change DISHNICA, RICHARD J NAME 3.2 NAME 615 FRONT ST STREET ADDRESS 3.3 STREET ADDRESS SAN FRANCISCO CA 94111 CITY-ST-ZIP 3.4 CITY-ST-ZIP TITLE DELETE 4.1 OT E Change KENDRICK, GARY NAME 4.2 NAME 501 DARBY CREEK RD STE 11 STREET ADDRESS 4.3 STREET ADDRESS **LEXINGTON KY 40509** CITY-ST-ZIP 4.4 CITY-ST-ZIP TITLE 5.1 TITLE DELETE Change Addition FREEMAN, ROBERT P NAME 5.2 NAME 30 ROCKEFELLER PLAZA 63RD FL STREET ADDRESS 5.3 STREET ADDRESS NEW YORK NY 10020 CITY-ST-ZIP 5.4 CITY-ST-ZIP TITLE 6.1 TITLE Change 1 DELETE SOLOMON, ARTHUR P NAME 6.2 NAME 30 ROCKEFELLER PLAZA 63RD FL STREET ADDRESS 6.3 STREET ADDRESS NEW YORK NY 10020 CITY-ST-ZIP 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 afactment with an address.

Gary Kendrick Vide President Gary

SIGNATURE:

(606) 263-4000