


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

FILED
Apr 21 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 # F97000005070 (4)
1. Corporation Name
WAVES II REALTY HOLDING COMPANY, INC.



Principal Place of Business
23 WALL ST.
NEW YORK NY 10260-0023

Mailing Address
23 WALL ST.
NEW YORK NY 10260-0023

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/26/1997	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 13-3965726	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	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

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	P	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WIEST, DONALD K JR	1.2 NAME	
STREET ADDRESS	23 WALL ST.	1.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10260-0023	1.4 CITY-ST-ZIP	
TITLE	VTD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BENDIT, KARYN K	2.2 NAME	
STREET ADDRESS	23 WALL ST.	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10260-0023	2.4 CITY-ST-ZIP	
TITLE	VS	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ASHEIM, ERLING	3.2 NAME	VAS ASHEIM, ERLING
STREET ADDRESS	23 WALL ST.	3.3 STREET ADDRESS	23 WALL STREET
CITY-ST-ZIP	NEW YORK NY 10260-0023	3.4 CITY-ST-ZIP	NEW YORK, NY 10260-0023
TITLE	VS	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BAIRD, JERRY W	4.2 NAME	VAS BAIRD, JERRY W
STREET ADDRESS	23 WALL ST.	4.3 STREET ADDRESS	23 WALL STREET
CITY-ST-ZIP	NEW YORK NY 10260-0023	4.4 CITY-ST-ZIP	NEW YORK, NY 10260-0023
TITLE	VS	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BISSET, M D	5.2 NAME	VAS BISSET, M D
STREET ADDRESS	23 WALL ST.	5.3 STREET ADDRESS	23 WALL STREET
CITY-ST-ZIP	NEW YORK NY 10260-0023	5.4 CITY-ST-ZIP	NEW YORK, NY 10260-0023
TITLE	VS	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BONAPACE, MARK J	6.2 NAME	VAS BONAPACE, MARK J
STREET ADDRESS	23 WALL ST.	6.3 STREET ADDRESS	23 WALL STREET
CITY-ST-ZIP	NEW YORK NY 10260-0023	6.4 CITY-ST-ZIP	NEW YORK NY 10260-0023

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.

SIGNATURE:

Anna M Mancuso

Anna M Mancuso 4/14/98 (212) 837-9119

CR2E034 (10/97)

DIRECTORS

NAME	ADDRESS
ANNE S. PFEIFFER	23 WALL STREET, NEW YORK, NY 10260-0023
KARYN K. BENDIT	"
TIMOTHY J. HEISE	"
JAMES S. OLSON	"
DONALD K. WIEST, JR.	"

OFFICERS

TITLE	ADDRESS
PRESIDENT	DONALD K. WIEST, JR. 23 WALL STREET, NEW YORK, NY 10260-0023
VICE PRESIDENT AND TREASURER	KARYN K. BENDIT "
VICE PRESIDENT AND ASSISTANT SECRETARY	ERLING ASHEIM "
VICE PRESIDENT AND ASSISTANT SECRETARY	JERRY W. BAIRD "
VICE PRESIDENT AND ASSISTANT SECRETARY	M. DOUGLAS BISSETT "
VICE PRESIDENT AND ASSISTANT SECRETARY	MARK J. BONAPACE "
VICE PRESIDENT AND ASSISTANT SECRETARY	JOSEPH J. BOWAR "
VICE PRESIDENT AND ASSISTANT SECRETARY	AKRAM S. BUSAIDY "
VICE PRESIDENT AND ASSISTANT SECRETARY	LISA M. CZACHOR "
VICE PRESIDENT AND ASSISTANT SECRETARY	DAVID CHEN "
VICE PRESIDENT AND ASSISTANT SECRETARY	WILLIAM N. CINNAMOND, JR. "
VICE PRESIDENT AND ASSISTANT SECRETARY	ANN E. COLE "
VICE PRESIDENT AND ASSISTANT SECRETARY	WAYNE A. COMER "
VICE PRESIDENT AND ASSISTANT SECRETARY	SHERYL M. CROSLAND "
VICE PRESIDENT AND ASSISTANT SECRETARY	ALFRED DORT "

OFFICERS (CONTINUED)

TITLE		ADDRESS
VICE PRESIDENT AND ASSISTANT SECRETARY	KEVIN J. FAXON	23 WALL STREET, NEW YORK, NY 10260-0023
VICE PRESIDENT AND ASSISTANT SECRETARY	RENA FLAUM	"
VICE PRESIDENT AND ASSISTANT SECRETARY	EVAN M. GRAF	"
VICE PRESIDENT AND ASSISTANT SECRETARY	TIMOTHY J. HEISE	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DOUGLAS P. LAWRENCE	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES C. McLOUGHLIN	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DANIEL F. MINKOFF	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JUSTIN M. MURPHY	"
VICE PRESIDENT AND ASSISTANT SECRETARY	H. HERBERT MYERS	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JULIE NEGRON	"
VICE PRESIDENT AND ASSISTANT SECRETARY	GEORGE L. OCHS	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES S. OLSON	"
VICE PRESIDENT AND ASSISTANT SECRETARY	SCOTT G. ONUFREY	"
VICE PRESIDENT AND ASSISTANT SECRETARY	ANNE S. PFEIFFER	"
VICE PRESIDENT AND ASSISTANT SECRETARY	MONA PRESBY	"
VICE PRESIDENT AND ASSISTANT SECRETARY	MATTHEW SCHMELZER	"
VICE PRESIDENT AND ASSISTANT SECRETARY	FREDERICK N. SHEPPARD	"
VICE PRESIDENT AND ASSISTANT SECRETARY	FREDRICK M. STOLERU	"
VICE PRESIDENT AND ASSISTANT SECRETARY	MARGARET VAN WINKLE	"

OFFICERS (CONTINUED)

TITLE

ADDRESS

VICE PRESIDENT AND
ASSISTANT SECRETARY

DANIEL VOLPANO

23 WALL STREET, NEW YORK, NY 10260-0023

VICE PRESIDENT AND
ASSISTANT SECRETARY

JAMES M. WALSH

"

VICE PRESIDENT AND
ASSISTANT SECRETARY

PETER B. WEED

"

SECRETARY AND
ASSISTANT TREASURER

ANNE M. MANCUSO

"