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PROFIT CORPORATION ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

F9700006906 (8) DOCUMENT #

TSCE VENTURE CORP. Mailing Address Principal Place of Business % TISHMAN SPEYER PROPERTIES % TISHMAN SPEYER PROPERTIES **520 MADISON AVENUE** 520 MADISON AVENUE NEW YORK NY 10022 NEW YORK NY 10022 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 12/30/1997 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 13-3972680 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 6. Election Campaign Financing \$5.00 May Be 23 Trust Fund Contribution Added to Fees Zıp Country Country Zip 8. This corporation owes or has paid the current year Intangible 24 29 30 Personal Property Tax due June 30. Yes 25 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY Name 1201 HAYS STREET 62 Street Address (P.O. Box Number is Not Acceptable) TALLAHASSEE FL 32301-2525 83 84 City Zip Code 85 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, typod or printed name of registered agent and little if applicable (NOTE Registered Agent signature required when reinstating) (10/97 OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. 13. TITLE DELETÉ 1.1 TITLE Change Addition TISHMAN, ROBERT V NAME 1.2 NAME 520 MADISON AVENUE STREET ADDRESS 1.3 STREET ADDRESS **NEW YORK NY 10022** CITY-ST-ZIP 1.4 CITY-ST-ZIP Change Addition TITLE DELETE 2.1 TITLE SPEYER, JERRY I NAME 2.2 NAME **520 MADISON AVENUE** STREET ADDRESS 2.3 STREET ADDRESS **NEW YORK NY 10022** CITY-ST-ZIP 2.4 CITY-ST-ZIP DELETE Addition 3.1 TITLE TITLE NATHAN, ANDREW J 3.2 NAME NAME 520 MADISON AVENUE 3.3 STREET ADDRESS STREET ADDRESS **NEW YORK NY 10022** 3.4. CITY-ST-ZIP

6.4 CITY-ST-ZIP CITY-ST-7IP 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 empoyered 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.

4.1 TITLE

4. 2 NAME

5.1 TITLE 5.2 NAME

6.1 TITLE

6.2 NAME

4.3 STREET ADDRESS

5.3 STREET ADDRESS 5.4 CITY-ST-ZIP

6.3 STREET ADDRESS

4.4 CITY - ST - ZIP

DELETE

DELETE

DELETE

CITY+ST-ZIP TITLE

STREET ADDRESS

STREET ADDRESS

CITY - ST - ZIP

TITLE

NAME STREET ADDRESS

CITY - ST - ZIP

NAME

SIGNATURE: AND NOT NOTher

AUGARTEN, DAVID

520 MADISON AVENUE

NEW YORK NY 10022

3/13/98

Change

Change

Change

Addition

Addition

Addition

FILED

Mar 23 1998 8:00am

Secretary of State