SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999. AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT #

Country

C T CORPORATION SYSTEM

PLANTATION FL 33324

1200 SOUTH PINE ISLAND ROAD

9. Name and Address of Current Registered Agent

CAPSTAR OPERATING CORPORATION

Mailing Address

2a. Mailing Address

City & State

Zip

Suite, Apt. #, etc.

26

27

28

600 CONGRESS AVE., STE, 1400 AUSTIN TX 78701

2. Principal Place of Business

Suite, Apt. #, etc.

City & State

21

22

23

24

Zip

Principal Place of Business

600 CONGRESS AVE., STE, 1400 AUSTIN TX 78701

FILED Jul 26, 1999 8:00 am Secretary of State

07-26-1999 90005 031 ***550.00



Zip Code

Country

81 Name

82

83

Street Address (P.O. Box Number is Not Acceptable)

30

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. (NOTE: Registered Agent signature required when reinstating) DATE Stanature, typed or printed name of registered agent and title if applicable ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 OFFICERS AND DIRECTORS 13. 12. 0/ 1.1 TITLE Change Addition TITLE DELETE Sole Director NEUMANN, ERIC C NAME 1.2 NAME R. Steven Hicks 600 CONGRESS AVE., STE. 1400 1.3 STREET ADDRESS STREET ADDRESS 600 Congress Ave., Ste. 1400 **AUSTIN TX 78701** 1.4 CITY-ST-ZIP CITY-ST-ZIP Austin. TX 78701 2.1 TITLE Change Addition **VCFO** TITLE DELETE VC00 STONE, PAUL D 2.2 NAME NAME D.Geoffrey Armstrong 600 CONGRESS AVE., STE. 1400-2.3 STREET ADDRESS STREET ADDRESS 600 Congress Ave., Ste. 1400 **AUSTIN TX 78701** CITY-ST-ZIP 2.4 CITY-ST-ZIP 3.1 TITLE ___ Addition L Change TITLE DELETE BANOWSKY, WILLIAM S JR. 3.2 NAME NAME 600 CONGRESS AVE., STE. 1400 3.3 STREET ADDRESS STREET ADDRESS **AUSTIN TX 78701** 3.4 CITY-ST-ZIP CITY-ST-ZIP VAS 4.1 TITLE Change Addition TITLE DELETE ARCHER, KATHY 4.2 NAME NAME 600 CONGRESS AVE., STE. 1400 STREET ADDRESS 4.3 STREET ADDRESS **AUSTIN TX 78701** CITY-ST-ZIP 4.4 CITY-ST-ZIF TITLE DELETE 5 1 TITLE ___ Change Addition MISCHNICK, KEVIN 5.2 NAME NAME 600 CONGRESS AVE., STE. 1400 5.3 STREET ADDRESS STREET ADDRESS **AUSTIN TX 78701** 5.4 CITY-ST-ZIP CITY-ST-ZIP Change TITL F DELETE 6 1 TITLE Addition HILLEBRAND, W. CHARLES 6.2 NAME NAME 600 CONGRESS AVE., STE. 1400 6.3 STREET ADDRESS STREET ADDRESS **AUSTIN TX 78701** 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 suppliemental 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 completion 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:

(26/6)CR2E034