

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

PROFIT CORPORATION ANNUAL REPORT 1998	 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # J39125 (6)
1. Corporation Name
PEMBROKE VILLAGE REALTY CORP.

Principal Place of Business % MARCO REALTY MGMT. CO. 6431 COW PEN RD. MIAMI LAKES FL 33014-6601	Mailing Address C/O INSIGNIA MGMT. GROUP. L.P. 2300 GALDE RD. STE. 430 WEST BOCA RATON FL 33431
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 10/23/1986	
4. FEI Number 59-2736590	Applied For <input type="checkbox"/> 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 or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business		2a. Mailing Address	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.
22	City & State	27	City & State
23	Zip	28	Country
24	Country	29	Zip
25	Country	30	Country

9. Name and Address of Current Registered Agent SHINDELL, JAMES W KELLEY, DRYE & WARREN LLP 201 S. BISCAYNE BLVD., STE 2400 MIAMI FL 33131	
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10. Name and Address of New Registered Agent	
81	Name
82	Street Address (P.O. Box Number, if applicable) 00000000003920--7
83	City
84	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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS	
TITLE	<input type="checkbox"/> DELETE
NAME	COMART, MARTIN
STREET ADDRESS	6431 COW PEN RD.
CITY-ST-ZIP	MIAMI LAKES FL 33014
TITLE	<input type="checkbox"/> DELETE
NAME	MELTZER, ODED T.
STREET ADDRESS	6431 COW PEN RD.
CITY-ST-ZIP	MIAMI LAKES FL 33014
TITLE	<input type="checkbox"/> DELETE
NAME	PD HATFIELD, JOHN
STREET ADDRESS	285 PEACHTREE CENTER AVE. STE. 2300
CITY-ST-ZIP	ATLANTA GA 30303
TITLE	<input type="checkbox"/> DELETE
NAME	VPD MEYLOR, EDWARD J
STREET ADDRESS	200 VESEY 12TH FLOOR
CITY-ST-ZIP	NEW YORK NY 10285
TITLE	<input type="checkbox"/> DELETE
NAME	VPD KELLEY, JEFFREY
STREET ADDRESS	2300 GLADES ROAD SUITE 430 WEST
CITY-ST-ZIP	BOCA RATON FL 33431
TITLE	<input type="checkbox"/> DELETE
NAME	SD WILLIS, JOY
STREET ADDRESS	285 PEACHTREE CENTER AVE. STE. 2300
CITY-ST-ZIP	ATLANTA GA 30303

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

(Continues on Attached Addendum)

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 any attachment with an address.

SIGNATURE: John L. Hatfield John L. Hatfield, Pres. 4/23/98 404/420-5600

FILED

98 APR 27 AM 11:49

JAN 26 1998
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CR2E034 (10/97)

ADDENDUM TO 1998 CORPORATION ANNUAL REPORT

PEMBROKE VILLAGE REALTY CORP.

Officers and Directors

T/D
KISTEL, DANIEL
2300 Glades Road, Suite 430 West
Boca Raton, FL 33431