
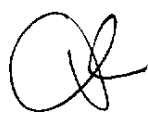
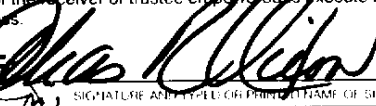


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED 22 APR 16 PM 5:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 188.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company		DOCUMENT # L97000001334		1a. Principal Place of Business Address	
CENTEX DEVELOPMENT 1, LLC P.O. BOX 199000 DALLAS TX 75219				2728 NORTH HARWOOD STREET DALLAS TX 75201	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
2728 N. HARWOOD ST.		P.O. BOX 199000		11/26/1997	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		3a. State of Formation	
City & State		City & State		FL	
DALLAS, TX.		DALLAS, TX		4. FEI Number	
Zip		Country		62-1733136	
75201		US		5. Date of Last Report	
				05/04/1998	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office			
CORPORATION SERVICE, COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City			
		100002849961--3 -04/23/99--01093--025 ****188.95 ****188.75 FL			
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____ DATE _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when filing this report.)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	WHITLEY, EDWARD A	2620 ELM HILL PIKE, SUITE		NASHVILLE TN	
MGR	PITTS, ROGER	11382 PROSPERITY FARMS ROA		PALM BEACH GARDENS F	
MGR	STEPHENS, JOSEPH M	2620 ELM HILL PIKE, SUITE		NASHVILLE TN	
MGR	COLE, CHARLES	135 WEST CENTRAL BLVD., SU		ORLANDO FL	
MGR	NIXON, CHARLES R	3710 RAWLINS, SUITE 1300		DALLAS TX	
					
11. I do 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 is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE  CHARLES R. NIXON 4-6-99 (214) 981-5000					
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGER, MEMBER OR MANAGER OF THE LIMITED LIABILITY COMPANY					