2004 LIMITED LIABILITY COMPANY ANNUAL REPORT (AR)

Feb 11, 2004 08:00 AM Secretary of State DOCUMENT # M00000000115 1. Entity Name SMITH PROPERTY HOLDINGS SUNSET POINTE SOUTH Principal Place of Business Mailing Address 9200 E PANORAMA CIRCLE 9200 E PANORAMA CIRCLE SUITE 400 ENGLEWOOD CO 80112 SUITE 400 ENGLEWOOD CO 80112 2. Principal Place of Business 3. Mailing Address Suite, Apt #, etc. Suite, Apt. #, etc. CR2E083 (11/03) MOORE Applied For 4. FEI Number City & State City & State 54-1681657 Not Applicable Country \$5.00 Additional Zip Country Zip 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent CORPORATION SERVICE COMPANY Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET TALLAHASSEE FL 32301 Zip Code City 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. AND THE PROPERTY OF THE PROPER Signature, typod or printed name of registered agent and little if applicable. (NOTE_Regustered Agent sugnature required when reinstature) DATE FILE NOW!!! FEE IS \$50.00 Make Check Payable to Florida Department of State Due By May 1, 2004 MANAGING MEMBERS/MANAGERS 10 ADDITIONS / CHANGES 9. Change Addition Delete TITLE TITLE ARCHSTONE-SMITH OPERATING TRUST NAME NAME STREET ADDRESS 9200 E PANORAMA CIRCLE SUITE 400 STREET ADDRESS ENGLEWOOD CO 80112 CITY-ST-ZIP CITY-SY-ZIF ☐ Change ☐ Addition ☐ Delete TIME TITLE U00000046766 NAME NAME 02/12/04-80014-007 50.00 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY - ST - ZIP Change Addition TITLE ☐ Delete TITLE NAME NAME STREET ADDRESS STREET ADDRESS CITY - ST-ZIP CITY-ST-ZIP Addition TITLE Delete TITLE ☐ Change NAME NAME STREET ADDRESS STREET ADDRESS CITY - ST- ZIP CITY-ST-ZIP Addition Delete TITLE 3 1717 NAME NAME STREET ADDRESS STREET ADDRESS CITY ST-ZIP CITY-ST-ZIP

11. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(1), Florida Statutes. I further certify that the information indicated on this 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.

ME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE

SIGNATURE

David M. Flory

2/04/04

303-708-5959

Daytime Phone I

FILED