


FILE NOW: Fee after May 1, will be \$588.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	FILED 97 FEB 19 AM 8:28 SECRETARY OF STATE TALLAHASSEE, FLORIDA <i>mwb</i>	
FILING FEE \$ 203.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE		
1. Name and Mailing Address * Limited Liability Company		DOCUMENT # M94000000137		
AIMCO/HIL, L.L.C., L.C. 1873 S. BELLAIRE ST., 17TH FLOOR DENVER CO 80222-4348		1a. Principal Place of Business Address 1873 S. BELLAIRE ST., 17TH FL DENVER CO 80222		
<small>If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.</small>				
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified
Suite, Apt. #, etc.		Suite, Apt. #, etc.		11/15/1994
City & State		City & State		4. FEI Number 84-1286548
Zip	Country	Zip	Country	5. Date of Last Report 05/01/1996
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent		
THE PRENTICE-HALL CORPORATION SYSTEM, 1201 HAYS STREET TALLAHASSEE FL 32301		Name <i>Corporation Service Company</i> Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code		
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 _____		
<small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)</small>				
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code
MEM	AIMCO PROPERTIES, L.P.	1873 S. BELLAIRE ST., 17TH		DENVER CO
MEM	PROPERTY ASSET MGMT. S	1873 S. BELLAIRE ST., 17TH		DENVER CO
MGRM	AIMCO HOLDINGS, L.P.	1873 S. BELLAIRE ST., 17TH		DENVER CO
600002037006--1 -02/25/97--01110--001 ****407.50 ****203.75				
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (l), 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: <i>Patricia Heath</i> Patricia Heath 1-31-97 759-8600				
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER</small>				
<small>Date</small>				
<small>Daytime Phone #</small>				