


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 99 APR 30 PM 3:25 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 AIMCO/HIL, L.L.C., L.C. -1225 EYE STREET, NW, SUITE 200- -WASHINGTON DC 20005-		DOCUMENT # M94000000137			
2. Principal Place of Business 1873 S Bellaire St Suite, Apt. #, etc. Suite 1700 City & State Denver, CO Zip 80222 Country		2a. Mailing Address 1873 S Bellaire St Suite, Apt. #, etc. Suite 1700 City & State Denver, CO Zip 80222 Country		3. Date Organized or Qualified 11/15/1994 3a. State of Formation DE 4. FEI Number 84-1286548 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 5. Date of Last Report 05/14/1998 6. Certificate of Status Desired <input type="checkbox"/> \$6.75 Additional Fee Required	
7. Name and Address of Current Registered Agent CORPORATION SERVICE, COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301		8. Name and Address of New Registered Agent/Office Name 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 _____			
(Registered Agent Accepting Appointment) (If Not Registered Agent Signature is Required, When Not Applicable)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MEM	AIMCO PROPERTIES, L.P.	1225 EYE STREET, NW, SUITE 1873 S Bellaire St, Ste 1700		WASHINGTON DC Denver, CO 80222	
MEM	PROPERTY ASSET MGMT. S	1225 EYE STREET, NW, SUITE 1873 S Bellaire St, Ste 1700		WASHINGTON DC Denver, CO 80222	
MGRM	AIMCO HOLDINGS, L.P.	1225 EYE STREET, NW, SUITE 1873 S Bellaire St, Ste 1700		WASHINGTON DC Denver, CO 80222	
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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 For AIMCO Holdings QRS, Inc., GP to AIMCO Holdings, L.P. (MGRM)					
SIGNATURE: <i>Andie Oblas</i>		Asst. Secretary		4/26/99 (303) 757-8101	