


2nd NOTICE: Limited Liability Company Will Be Dissolved On Or After October 8, 1997. If Dissolved, Minimum Amount Due To Reinstate: \$703.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -3 PM 3:56

FILING FEE \$ 588.75	Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee + \$385.00 Late Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE
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1. Name and Mailing Address of Limited Liability Company ATC-Prime I, L.L.C. PRIME TOWERS, L.L.C., LIMITED COMPANY 500 CHESTNUT SUITE 1634 ABILENE TX 79602	DOCUMENT # M95000000022
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1a. Principal Place of Business Address 500 CHESTNUT SUITE 1634 ABILENE TX 79602	SAME AS 2A
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2. Principal Place of Business Suite, Apt. #, etc. City & State Zip	2a. Mailing Address 3411 RICHMOND AVE. Suite, Apt. #, etc. STE. 400 City & State HOUSTON, TEX. Zip 77046
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3. Date Organized or Qualified 01/19/1995	3a. State of Formation DE
4. FEI Number 75 2573642 O.K.	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
5. Date of Last Report 04/05/1996	6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, 1201 HAYS STREET, SUITE 105 TALLAHASSEE FL 32301
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8. Name and Address of New Registered Agent Name G.T. CORPORATION SYSTEM Street Address (P.O. Box Number Is Not Acceptable) 1200 SOUTH PINE ISLAND RD. Suite, Apt. #, etc. City PLANTATION Zip Code FL 33324

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 X <i>[Signature]</i> DATE 10/20/97
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10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	FRED LUMMIS	3411 RICHMOND AVE, STE 400	HOUSTON, TX
MGR	KUBENA, BILLY R	500 CHESTNUT, SUITE 1634	ABILENE TX
MGR	MARTY JIMMERSON	1001 PENNSYLVANIA AVE, NW	WASHINGTON DC
	ELIN, MARK	3411 RICHMOND AVE, STE. 400	HOUSTON, 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: <i>[Signature]</i> MARTY JIMMERSON 713-6930000
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KVM