

FEB 06 '97 01:42PM FREA
FEB 03 '97 11:50AM AETNA PROBLEM LOAN UNIT
FILE NOW: Fee after May 1, will be \$588.75

P. 2
P. 22
P. 10/2

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1997

FLORIDA DEPARTMENT OF STATE
Sandra R. Moortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

97 APR 29 AM 8: 58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE \$ 203.75
Annual Report \$100.00 + \$163.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

NAME and Mailing Address of Limited Liability Company
DOCUMENT # M95000000378

BAY AREA MALL, LLC
C/O AETNA LIFE INSURANCE COMPANY
151 FARMINGTON AVENUE
HARTFORD CT 06156

(a. Principal Place of Business Address)
C/O AETNA LIFE INSURANCE COMP
151 FARMINGTON AVENUE
HARTFORD CT 06156

If above mailing address is incorrect in any way, file through incorrect information and enter correct in Block 2.

2. Principal Place of Business
Sub. Apt. #, etc.
City & State
Zip Country

3a. Mailing Address
Sub. Apt. #, etc.
City & State
Zip Country

4. Date Organized or Created
12/22/1995

5a. State of Formation
DE

6. EIN NUMBER
06-1446049

7. Date of Last Report
05/01/1996

8. Continuation of Status Desired
☐ Applied For
☐ Not Applicable

7. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

8. Name and Address of New Registered Agent
Name
Street Address (P.O. Box Number is Not Acceptable)
7000002173657--7
Sub. Apt. #, etc.
City
State
Zip Code

9. Pursuant to the provisions of Sections 605.616 and 605.604, Florida Statutes, the above-named limited liability company submits this statement of 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, the undersigned, accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (Not to be signed by Agent if Agent is not authorized to accept appointment)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	AETNA LIFE INSURANCE ,	151 FARMINGTON AVENUE	HARTFORD CT
MGRM	BAY AREA MALL, INC.	151 FARMINGTON AVENUE	HARTFORD CT

Handwritten signature/initials

11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(6) (c), 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 605, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: *[Signature]* 4-17-97 860-23-6082

pg. 20/2

**AETNA LIFE INSURANCE COMPANY
DIRECTOR AND OFFICER LIST**

OFFICERS:

Name:	Title:
Ronald E. Compton	Chairman
Joseph T. Sebastianelli	President
Alan M. Bennett	Vice President and Director of Internal Audit
Thomas J. Calvocoressi	Vice President and General Counsel
Michael J. Cardillo	Executive Vice President, Combined Health Operations
James A. Geyer	Vice President and Actuary
Richard L. Huber	Vice President for Strategy and Finance
Daniel P. Kearney	Executive Vice President, Investments/Financial Services
Alastair G. Longley-Coo	Vice President and Corporate Actuary
Lucille M. Nickerson	Vice President, Corporate Governance and Corporate Secretary
Robert J. Price	Vice President and Corporate Controller
Diane D. Souza	Vice President
Richard R. Henault	Director, State Taxes

DIRECTORS:

Leonard Abramson
Betsy Z. Cohen
Ronald E. Compton
William H. Donaldson
Barbara H. Franklin
Ellen M. Hancock
Richard L. Huber
Earl G. Graves
Gerald Greenwald
Jerome S. Goodman
Michael H. Jordan
Jack D. Kuehler
Frank R. O'Keefe, Jr.
Judith S. Rodin

BUSINESS ADDRESS FOR ALL LISTED:

AETNA LIFE INSURANCE COMPANY
c/o 151 Farmington Avenue, RE51
Hartford, CT 06156

041797