File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE. LIMITED LIABILITY COMPANY FLORIDA DEPARTMENT OF STATE Sandra B. Mortham ANNUAL REPORT Secretary of State 1998 DIVISION OF CORPORATIONS 98 APR 29 AM II + 32 FILING FEE | Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee \$ 188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE Name and Mailing Address of Limited Liability Company **DOCUMENT #** M9600000471 1a. Principal Place of Business Address WESTERRA RIVER BRIDGE, L.L.C. 599-LEXINGTON-AVENUE,-SUITE-3800 599 LEXINGTON AVENUE, SUITE NEW-YORK-NY--10022 NEW YORK NY 10022 2. Principal Place of Business 2a. Mailing Address 3. Date Organized or Qualified 3a. State of Formation BO30 LBJ Freeway, LB#6 11/25/1996 4. FEI Number DE Sulte, Apt. #, etc. Suite, Apt. #, etc. Suite 3800 Applied For Suite 1500 City & State City & State Not Applicable 13-3918817 Dallas, TX 5. Date of Last Report 6. Certificate of Status Desired Zip Country Žip Country \$8.75 Additional Fee Required 75234 03/12/1997 7. Name and Address of Current Registered Agent 8. Name and Address of New Registered Agent/Office Nama C T CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324 70000251116 Suite, Apt. #, etc. -05/05/98--01093--006 ****188.75 ****188.75 City 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 Appeintment) (NOTE Registered Agent signature required when reinstating) 10. Title Managing Members/Managers **Business Street Address** City, State and Zip Code MGRM WESTERRA HOLDINGS, L.L 599 LEXINGTON AVENUE, SUIT NEW YORK NY MGRM WESTERRA CO-HOLDINGS. 599 LEXINGTON AVENUE, SUIT NEW YORK NY

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. WESTERRA HOLDINGS L.L.C., MGRMBR

AS AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Lawrence A. Corson, V.P. 443/98 (972) 443-6000