

File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
98 MAR 16 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee
\$ 188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # M97000000516
APARTMENT COMMUNITY REALTY LLC
600 EAST LAS COLINAS BLVD., SUITE 1800
IRVING TX 75039

1a. Principal Place of Business Address
600 EAST LAS COLINAS BLVD.,
IRVING TX 75039

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

2a. Mailing Address
Suite, Apt. #, etc.
City & State
Zip Country

3. Date Organized or Qualified
08/19/1997

3a. State of Formation
DE

4. FEI Number
75-2717042
~~APPLIED FOR~~

5. Date of Last Report

6. Certificate of Status Desired
SB 75 Additional Fee Required

7. Name and Address of Current Registered Agent
NRAI SERVICES, INC.
526 EAST PARK AVENUE
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

700002461777--4
-03/19/98--01023--024
Zip Code
****188.75 ****188.75
FL

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) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	JPI LIFESTYLE APARTMENT COMMUNITIES, L.P.	600 EAST LAS COLINAS BLVD. SUITE 1800	IRVING TX 75039
MGRM	JPI LIFESTYLE MANAGEMENT, INC.	600 EAST LAS COLINAS BLVD. SUITE 1800	IRVING TX 75039

Handwritten signature and number 317

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. **JPI LIFESTYLE MANAGEMENT, INC.**

SIGNATURE: BY *[Signature]* SR V. PRESIDENT 972-556-3824
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #