


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

FILED

99 AUG 18 PM 12: 17

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**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 # M97000000795**

WESTBROOK PARTNERS, L.L.C.  
599 LEXINGTON AVE., SUITE 3800  
NEW YORK NY 10022

1a. Principal Place of Business Address

599 LEXINGTON AVE., SUITE 38  
NEW YORK NY 10022

2. Principal Place of Business	2a. Mailing Address	3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.	Suite, Apt. #, etc.	12/01/1997	DE
City & State	City & State	4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	13-3984372	
		5. Date of Last Report	6. Certificate of Status Desired
		04/15/1998	\$8.75 Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent	8. Name and Address of New Registered Agent/Office
CT CORPORATION SYSTEM 1200 S. PINE ISLAND RD. PLANTATION FL 33324	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) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	KAZILIONIS, PAUL D	284 S. BEACH RD.	HOBE SOUND FL
MGRM	WALTON, WILLIAM H III	599 LEXINGTON AVE., S-3800	NEW YORK NY

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\*\*\*\*188.75 \*\*\*\*188.75

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:  Patrick K. Fox 2-19-99 972-434-0100

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

Date

Daytime Phone #

**FILED**

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STATEMENT ATTACHED TO AND MADE PUBLIC BY THE SECRETARY OF STATE  
PARLOR HAS THE FLORIDA -

**1999 LIMITED LIABILITY COMPANY ANNUAL REPORT -**

**FLORIDA DEPARTMENT OF STATE**

**FOR WESTBROOK PARTNERS, L.L.C.**

Mr. Patrick K. Fox, as legal counsel for the owner of Westbrook Partners, L.L.C., is authorized to execute this report.

Mr. Patrick K. Fox  
Westbrook Partners, LLC  
13155 Noel Road, LB-54  
Suite 2300  
Dallas, Texas 75240  
(972) 934-0100