
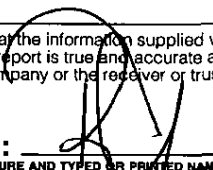


2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

FILED
Apr 30, 2004 8:00 am
Secretary of State

04-30-2004 90080 017 *****50.00

DOCUMENT # M98000000625 1. Entity Name S&A FEE PROPERTIES SPE 1, L.L.C.					
Principal Place of Business 6500 INTERNATIONAL PARKWAY PLANO, TX 75093			Mailing Address TAX DEPT. P.O. BOX 261830 PLANO, TX 75026-1830		
2. Principal Place of Business Suite, Apt. #, etc.			3. Mailing Address Suite, Apt. #, etc.		
City & State			City & State		
Zip		Country		Zip	
Country		Country		4. FEI Number NOT APPLICABLE	
5. Certificate of Status Desired <input type="checkbox"/>				Applied For Not Applicable	
6. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE, FL 32301-2525				7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code	
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
Filing Fee is \$50.00 Due by May 1, 2004			Make check payable to Florida Department of State		
9. MANAGING MEMBERS/MANAGERS			10. ADDITIONS/CHANGES		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGR CALDWELL, EUGENE 6500 INTERNATIONAL PARKWAY PLANO, TX 75093	<input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	SCHEDULE ATTACHED	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGR WATSON, TODD M 6500 INTERNATIONAL PARKWAY PLANO, TX 75093	<input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGR S&A PROPERTIES CORP. 6500 INTERNATIONAL PARKWAY PLANO, TX 75093	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S WYNNE, DIANA S 6500 INTERNATIONAL PARKWAY PLANO, TX 75093	<input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
11. I 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 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.					
SIGNATURE: 			ROBIN CHAMBERLAIN EXECUTIVE VICE PRESIDENT		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE			Date APR 22 2004 Daytime Phone # 972-588-5000		

Attachment
24061234

Document # M98000000625

2004 OFFICER / DIRECTOR LISTING

S&A FEE PROPERTIES SPE 1, LLC / FEIN 75-2766989

Directors:

<i>Title</i>	<i>Name</i>	<i>Business Address</i>
Director	Mark Bromberg	6500 International Pkwy, Suite 1000 Plano, TX 75093
Director	Robin Chamberlain	6500 International Pkwy, Suite 1000 Plano, TX 75093
Managing Director	Cheryl A. Tussie	6500 International Pkwy, Suite 1000 Plano, TX 75093

Officers:

<i>Title</i>	<i>Name / Address</i>
Chairman and President	Mark Bromberg 6500 International Pkwy, Suite 1000 Plano, TX 75093
Executive Vice-President, Secretary and Treasurer	Robin Chamberlain 6500 International Pkwy, Suite 1000 Plano, TX 75093
Assistant Secretary	William P. Creasman 6500 International Pkwy, Suite 1000 Plano, TX 75093
Assistant Secretary	Erin K. Barta 6500 International Pkwy, Suite 1000 Plano, TX 75093
Principal Business Address:	6500 International Pkwy, Suite 1000 Plano, TX 75093
Mailing Address (c/o Tax Dept.):	P.O. Box 261830 Plano, TX 75026-1830