
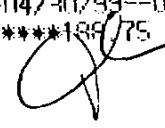



File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED 1999 FEB 21 PM 5:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 188.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company DOCUMENT # M98000000637 S&A FEE PROPERTIES SPE 2, L.L.C. 6500 INTERNATIONAL PARKWAY PLANO TX 75093		1a. Principal Place of Business Address 6500 INTERNATIONAL PARKWAY PLANO TX 75093			
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address TAX DEPT. Suite, Apt. #, etc. P.O. Box 261830 City & State PLANO, TX Zip Country 75026-1830		3. Date Organized or Qualified 06/17/1998 4. FEI Number NOT APPLICABLE 5. Date of Last Report	
				3a. State of Formation DE <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent CORPORATION SERVICE , COMPANY 1201 HAYS STREET 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 Zip Code <div style="text-align: center; font-weight: bold;">FL</div>		
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 _____ <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when changing)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	CALDWELL, EUGENE	6500 INTERNATIONAL PARKWAY		PLANO TX	
MGR	WATSON, TODD M	6500 INTERNATIONAL PARKWAY		PLANO TX	
MGRM	S&A PROPERTIES CORP.,	6500 INTERNATIONAL PARKWAY		PLANO TX	
200002859162--4 -04/30/99--01131--023 *****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)(j), 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:  <div style="float: right; text-align: right;"> EUGENE CALDWELL PRESIDENT 4-15-99 972-588-5013 </div>					