

and File on or before Sept. 29, 1999 or Limited Liability Company
FINAL NOTICE: will be dissolved.

①

LIMITED LIABILITY COMPANY
 ANNUAL REPORT
 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

FILED
 07 AUG 12 AM 8:30
 SECRETARY OF STATE

FILING FEE \$ 588.75 Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee + \$400.00 Late Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # M98000000761
 AIOP GULFSTREAM OUTLOT II, L.L.C.
 3410 SOUTH GALENA STREET, SUITE 210
 DENVER CO 80231

1a. Principal Place of Business Address
 3410 SOUTH GALENA STREET, SU
 DENVER CO 80231

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
 07/13/1998

3a. State of Formation
 DE

4. FEI Number
 84-1483131

5. Date of Last Report

6. Certificate of Status Desired
 Applied For
 Not Applicable
 \$8.75 Additional Fee Required

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
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 ASSET INVESTORS OPER, | 3410 SOUTH GALENA STREET, | DENVER CO |

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 -08/24/99--01012--015
 ****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:  **LORRI J. OWEN** 7/26/99 (303) 614-9424
SIGNATURE AND TITLE OF PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #



FILED
99 AUG 12 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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July 26, 1999

Division of Corporations
Registration Section
P. O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Enclosed are Second and Final Notices for the following companies:

AIOP Gulfstream Outlot II, L.L.C.
AIOP Gulfstream Outlot III, L.L.C.

We have no record of receiving a first notice for these companies. I was told on the phone today that since we had not received the notices, we could simply pay the fees that were due in May 1999.

Therefore, you will find enclosed two checks, each in the amount of \$188.75. Please contact me if you have any questions concerning this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Lorri Owen", written over a horizontal line.

Lorri Owen
Assistant Secretary

LO/clr
Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED

AUG 12 AM 8:30

August 4, 1999

AIOP GULFSTREAM OUTLOT II, L.L.C.
3410 SOUTH GALENA STREET, SUITE 210
DENVER, CO 80231

SUBJECT: AIOP GULFSTREAM OUTLOT II, L.L.C.
Ref. Number: M98000000761

We have received your document for AIOP GULFSTREAM OUTLOT II, L.L.C. and check(s) totaling \$188.75. However, your check(s) and document are being returned for the following:

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Lee Rivers
Document Specialist
Division of Corporations

*filled in
FEI # +
mailed 8/9/99*