FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

FILED
Feb 25 1997 8:00am
Secretary of State

~~PROFIT~~ CORPORATION ANNUAL REPORT **1997**

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

DOCUMENT # **P05952** **(7)**

1. Corporation Name
HEALTH CARE PROPERTY INVESTORS, INC.

Principal Place of Business	Mailing Address
10990 WILSHIRE #1200 LOS ANGELES CA 90024	10990 WILSHIRE #1200 LOS ANGELES CA 90024-3927

3. Date Incorporated or Qualified: **05/09/1985**
3a. Date of Last Report: **04/16/1996**
4. FEI Number: **33-0091377** ☐ Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No

2. Principal Place of Business	2a. Mailing Address
21	26
22 Suite, Apt #, etc	27 Suite, Apt. #, etc.
23 City & State	28 City & State
24 Zip / 25 Country	29 Zip / 30 Country

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE ______________________________ DATE
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PDC	☐ DELETE	1.1 TITLE	☐ Change ☐ Addition
NAME	ROATH, KENNETH B.		1.2 NAME	
STREET ADDRESS	10990 WILSHIRE #1200		1.3 STREET ADDRESS	
CITY-ST-ZIP	LOS ANGELES CA		1.4 CITY-ST-ZIP	
TITLE	V	☐ DELETE	2.1 TITLE	☐ Change ☐ Addition
NAME	REYNOLDS, JAMES G.		2.2 NAME	
STREET ADDRESS	10990 WILSHIRE #1200		2.3 STREET ADDRESS	
CITY-ST-ZIP	LOS ANGELES CA		2.4 CITY-ST-ZIP	
TITLE	~~D~~	☐ DELETE	3.1 TITLE	S ☐ Change ☐ Addition
NAME	~~MELBY, ORVILLE E.~~		3.2 NAME	EDWARD J HENNING
STREET ADDRESS	10990 WILSHIRE #1200		3.3 STREET ADDRESS	10990 WILSHIRE #1200
CITY-ST-ZIP	LOS ANGELES CA		3.4 CITY-ST-ZIP	LOS ANGELES, CA 90024
TITLE	T	☐ DELETE	4.1 TITLE	☐ Change ☐ Addition
NAME	GHOSE, DEVASIS		4.2 NAME	
STREET ADDRESS	10990 WILSHIRE #1200		4.3 STREET ADDRESS	
CITY-ST-ZIP	LOS ANGELES CA		4.4 CITY-ST-ZIP	
TITLE	D	☐ DELETE	5.1 TITLE	☐ Change ☐ Addition
NAME	MCKEE, MICHAEL		5.2 NAME	
STREET ADDRESS	10990 WILSHIRE #1200		5.3 STREET ADDRESS	
CITY-ST-ZIP	LOS ANGELES CA		5.4 CITY-ST-ZIP	
TITLE	D	☐ DELETE	6.1 TITLE	☐ Change ☐ Addition
NAME	FANNING, ROBERT R. JR.		6.2 NAME	
STREET ADDRESS	10990 WILSHIRE #1200		6.3 STREET ADDRESS	
CITY-ST-ZIP	LOS ANGELES CA		6.4 CITY-ST-ZIP	

CR2E034 (9/96)

14. 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 or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Devasis Ghose, Treasurer 1/17/97 (310) 473-1990
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

Health Care Property Investors, Inc.
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

FEIN 33-0091377

OFFICERS:

Kenneth B. Roath
President, Chief Executive Officer, Chairman
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

James G. Reynolds
Executive Vice President & Chief Financial Officer
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Edward J. Henning
Senior Vice President, General Counsel & Corporate Secretary
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Devasis Ghose
Senior Vice President & Treasurer
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Stephen Maulbetsch
Senior Vice President
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

David Young
Vice President
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Thomas Zarse
Vice President
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Health Care Property Investors, Inc.
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

FEIN 33-0091377

DIRECTORS:

Paul V. Colony
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Robert Fanning, Jr.
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Michael D. McKee
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Orville Melby
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Harold Messmer, Jr.
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024

Peter Rhein
10990 Wilshire Boulevard, Suite 1200
Los Angeles, CA 90024