

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

Apr 28 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
---	---	---

DOCUMENT # **P38193** (9)  
1. Corporation Name  
**GLENBROOK CORPORATION**



Principal Place of Business <b>C/O FIRST WINTHROP CORP. ONE INTERNATIONAL PLACE BOSTON MA 02110</b>	Mailing Address <b>C/O FIRST WINTHROP CORP. ONE INTERNATIONAL PLACE BOSTON MA 02110-2802</b>
--	---

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>04/06/1992</b>		3a. Date of Last Report <b>04/09/1996</b>	
21 Sulte, Apt. #, etc.	26 Sulte, Apt. #, etc.	4. FEI Number <b>04-3145880</b>		Applied For Not Applicable			
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>		<b>\$8.75 Additional Fee Required</b>			
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		<b>\$5.00 May Be Added to Fees</b>			
24 Country	29 Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No					
25		30					

g. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYS STREET  
SUITE 105  
TALLAHASSEE FL 32301**

81 Name			
82 Street Address (P.O. Box Number is Not Acceptable)			
83			
84 City	<b>FL</b>	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

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

DATE

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	D	<input type="checkbox"/> DELETE		1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	<b>ASHNER, MICHAEL L</b>			1.2 NAME	<b>Ashner</b>		
STREET ADDRESS	<b>17-BUTTONWOODS DRIVE</b>			1.3 STREET ADDRESS	<b>2 Bridge Ct</b>		
CITY-ST-ZIP	<b>DIX HILLS NY 11746</b>			1.4 CITY-ST-ZIP	<b>Oyster Cove Bay NY 11731</b>		
TITLE	P	<input type="checkbox"/> DELETE		2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	<b>MCCREADY, RICHARD J</b>			2.2 NAME			
STREET ADDRESS	<b>ONE INTERNATIONAL PL.</b>			2.3 STREET ADDRESS			
CITY-ST-ZIP	<b>BOSTON MA 02110</b>			2.4 CITY-ST-ZIP			
TITLE	D	<input checked="" type="checkbox"/> DELETE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	<b>KRAVIT, RONALD J</b>			3.2 NAME			
STREET ADDRESS	<b>21 CANDY LANE</b>			3.3 STREET ADDRESS			
CITY-ST-ZIP	<b>RYEBROOK NY 10573</b>			3.4 CITY-ST-ZIP			
TITLE	D	<input checked="" type="checkbox"/> DELETE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	<b>SCHEETZ, W. EDWARD</b>			4.2 NAME			
STREET ADDRESS	<b>60 LONDONBERRY DRIVE</b>			4.3 STREET ADDRESS			
CITY-ST-ZIP	<b>GREENWICH CT 06830</b>			4.4 CITY-ST-ZIP			
TITLE	EVPC	<input type="checkbox"/> DELETE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	<b>FURBER, JEFFREY D</b>			5.2 NAME			
STREET ADDRESS	<b>8 NANTUCKET ROAD</b>			5.3 STREET ADDRESS			
CITY-ST-ZIP	<b>WELLESLEY MA 02181</b>			5.4 CITY-ST-ZIP			
TITLE	SVP	<input type="checkbox"/> DELETE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	<b>BRAVERMAN, PETER A</b>			6.2 NAME			
STREET ADDRESS	<b>333 WEST END AVENUE, APT 1A</b>			6.3 STREET ADDRESS			
CITY-ST-ZIP	<b>NEW YORK NY 10023</b>			6.4 CITY-ST-ZIP			

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:

*[Signature]* Amy R. Johnson 4/18/97 6074284184

CR2E034 (9/96)

## Directors and Officers Glenbrook Corporation

**Michael L. Ashner** Director  
Effective : Jan 15, 1996  
Primary : 2 Bridle Ct.  
Address : Oyster Cove Bay, NY 11771

**Michael L. Ashner** Chairman  
Effective : Jan 15, 1996  
Primary : 2 Bridle Ct.  
Address : Oyster Cove Bay, NY 11771

**Chief Executive Officer**  
Effective : Jan 15, 1996  
Primary : 2 Bridle Ct.  
Address : Oyster Cove Bay, NY 11771

**Richard J. McCready** Chief Operating Officer  
Effective : Jul 14, 1995  
Primary : 12 Valentine Street  
Address : West Newton, MA 02165

President  
Effective : Jul 14,1995  
Primary : 12 Valentine Street  
Address : West Newton, MA 02165

**Jeffrey D. Furber** Executive Vice President and Clerk  
Effective : Jan 15, 1996  
Primary : 8 Nantucket Road  
Address : Wellesley, MA 02181

**Edward V. Williams** Chief Financial Officer, Vice President, Treasurer  
Effective : Apr 30,1996

**Primary : 315 Stone Mill Trail**  
**Address : Atlanta, GA 30328**

**Peter A. Braverman**                      **Senior Vice President**  
**Effective : Jan 15,1996**  
**Primary : 333 West End Avenue, Apt. 1A**  
**Address : New York, NY 10023**

**Stephen Bonifield**                      **Vice President**  
**Effective : Jan 15,1996**  
**Primary : 2015 Brockton Close**  
**Address : Marietta, GA 30068**

**Carol J.C. Mills**                      **Vice President**  
**Effective : Jan 15,1996**  
**Primary : 16 Elm Street**  
**Address : Wellesley, MA 02181**

**Nat Ruccolo**                      **Vice President**  
**Effective : Jan 15,1996**  
**Primary : 5 Pocahontas Way**  
**Address : Lynnfield, MA 01940**

**Thomas C. Staples**                      **Vice President**  
**Effective : Jan 15,1996**  
**Primary : 975 Summer Street**  
**Address : Stoughton, MA 02072**

**Carolyn B. Tiffany**                      **Vice President**  
**Effective : Jan 15,1996**  
**Primary : 6 Bunker Hill Ct.**  
**Address : Charlestown, MA 02129**

**Dayna A. DeMarco**                      **Assistant Clerk**  
**Effective : Jan 15,1996**  
**Primary : 9 Rutledge Street**  
**Address : West Roxbury, MA 02132**

**Amy R. Johnson**                      **Assistant Clerk**  
**Effective : Jan 15,1996**  
**Primary : 45 Murray Road**  
**Address : Newton, MA 02165**