

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

PROFIT CORPORATION ANNUAL REPORT 1997



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

FILED
Jan 30 1997 8:00 am
Secretary of State

DOCUMENT # P93000012034 (3)

1. Corporation Name
WILLIAMSBERRY DEVELOPMENT CORP. II



Principal Place of Business: 888 SEVENTH AVENUE SUITE 3400 NEW YORK NY 10106-0199 US
Mailing Address: C/O THE BROADSTONE GROUP 888 SEVENTH AVE., STE. 3400 NEW YORK NY 10106-0001 US

3. Date Incorporated or Qualified: 02/16/1993
3a. Date of Last Report: 05/01/1996

2. Principal Place of Business (21-24) and 2a. Mailing Address (25-30) fields with sub-headers for Suite, City, State, Zip, and Country.

4. FEI Number: 13-3705092
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

9. Name and Address of Current Registered Agent: NATIONAL CORPORATE RESEARCH, LTD. 1408 HAYS STREET, SUITE 2 TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent (81-85) fields for Name, Street Address, City, and 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 (NOTE Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS (DELETE) table with columns for Title, Name, Street Address, City, ST, ZIP.

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (Change Addition) table with columns for Title, Name, Street Address, 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: Judith Bory 1/10/97 212-333-2100
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone

CR2E034 (9/96)