

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

PROFIT
CORPORATION
ANNUAL REPORT
1999



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

DOCUMENT # P93000014204

1. Corporation Name

1601 BROWN BOULEVARD INC.

Principal Place of Business

1801 HERMITAGE BLVD.
STE 600
TALLAHASSEE FL 32308
US

Mailing Address

1801 HERMITAGE BLVD
STE 600
TALLAHASSEE FL 32308
US

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.
22 City & State
23 Zip Country
24 25 29 30

9. Name and Address of Current Registered Agent

DAVID E. TODD
1801 HERMITAGE BLVD.
STE 100
TALLAHASSEE FL 32308

81 Name

82 Street Address (P.O. Box Number is OK) 700002840297--5

83 City 04/13/99 01077--008

84 City

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 filing change.)

(A1)

12. OFFICERS AND DIRECTORS

11 TITLE D
NAME BENNETT, DOUGLAS W
STREET ADDRESS 1801 HERMITAGE BLVD STE 600
CITY-ST-ZIP TALLAHASSEE FL 32308
12 TITLE D
NAME MILLER, TODD A.
STREET ADDRESS 1801 HERMITAGE BLVD STE 600
CITY-ST-ZIP TALLAHASSEE FL 32308
13 TITLE P
NAME PLUMLEE, DANIEL L
STREET ADDRESS 8750 N. CENTRAL EXPWY STE 800
CITY-ST-ZIP DALLAS TX 75231-6437
14 TITLE ST
NAME SMITH, G. A
STREET ADDRESS 8750 N. CENTRAL EXPWY, STE 800
CITY-ST-ZIP DALLAS TX 75231-6437
15 TITLE T
NAME WELCH, MARK V
STREET ADDRESS 8750 N CENTRAL EXPRESSWAY, STE 800
CITY-ST-ZIP DALLAS TX 75231
16 TITLE VAS
NAME DINGMAN, JOSEPH
STREET ADDRESS 8750 N CENTRAL EXPRESSWAY, STE 800
CITY-ST-ZIP DALLAS TX 75231

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE P
NAME G. Andrew Smith
STREET ADDRESS 8750 N. Central Expressway #800
CITY-ST-ZIP Dallas, TX 75231-6437
12 TITLE S
NAME Daniel L. Plumlee
STREET ADDRESS 8750 N. Central Expressway #800
CITY-ST-ZIP Dallas, TX 75231-6437
13 TITLE T
NAME Brent W. Kroener
STREET ADDRESS 8750 N. Central Expressway #800
CITY-ST-ZIP Dallas, TX 75231-6437
14 TITLE VD
NAME James W. Horton
STREET ADDRESS 1801 Hermitage Blvd., Suite 600
CITY-ST-ZIP Tallahassee, FL 32308
15 TITLE VAS
NAME Luanne K. Good
STREET ADDRESS 1801 Hermitage Blvd., Suite 600
CITY-ST-ZIP Tallahassee, FL 32308
16 TITLE V
NAME William W. Fulton
STREET ADDRESS 8750 N. Central Expressway, #800
CITY-ST-ZIP Dallas, TX 75231-6437

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b), 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, with all other like empowered.

SIGNATURE: Douglas W. Bennett, Director

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

850-488-4406

CR2E034 (11/98)

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13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

D XAddition

Jeffrey L. Smith
1801 Hermitage Blvd., Suite 600
Tallahassee, FL 32308