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PROFIT
CORPORATION
ANNUAL REPORT
1999



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

DOCUMENT # P94000020906

1. Corporation Name

TAMPA 8313 WEST HILLSBOROUGH, INC.

Principal Place of Business

3820 STATE STREET
SANTA BARBARA CA 93105
US

Mailing Address

3820 STATE STREET
SANTA BARBARA CA 93105
US

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip Country

29

30

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

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 607.1506, 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 if not applicable

(If the Registered Agent is a corporation, state the name and address of the corporation)

Date

12. OFFICERS AND DIRECTORS

TITLE

DSVP

[X] DELETE

NAME

BROWN, SCOTT M

STREET ADDRESS

3820 STATE STREET

CITY-ST-ZIP

SANTA BARBARA CA 93105

TITLE

P

[] DELETE

NAME

FOCHT, MICHAEL H.

STREET ADDRESS

3820 STATE STREET

CITY-ST-ZIP

SANTA BARBARA CA 93105

TITLE

EVP

[] DELETE

NAME

MACKEY, THOMAS B.

STREET ADDRESS

2011 PALOMAR AIRPORT RD.

CITY-ST-ZIP

CARLSBAD CA 92009

TITLE

VPT

[] DELETE

NAME

MCMULLEN, TERENCE P.

STREET ADDRESS

3820 STATE STREET

CITY-ST-ZIP

SANTA BARBARA CA 93105

TITLE

EVP

[] DELETE

NAME

SMITH, W. RANDOLPH

STREET ADDRESS

14001 DALLAS PARKWAY, STE. 200

CITY-ST-ZIP

DALLAS TX

TITLE

AS

[X] DELETE

NAME

LUNDGREN, ALAN

STREET ADDRESS

3820 STATE STREET

CITY-ST-ZIP

SANTA BARBARA CA 93105

13.

11 TITLE

12 NAME

13 STREET ADDRESS

14 CITY-ST-ZIP

21 TITLE

22 NAME

23 STREET ADDRESS

24 CITY-ST-ZIP

31 TITLE

32 NAME

33 STREET ADDRESS

34 CITY-ST-ZIP

41 TITLE

42 NAME

43 STREET ADDRESS

44 CITY-ST-ZIP

51 TITLE

52 NAME

53 STREET ADDRESS

54 CITY-ST-ZIP

61 TITLE

62 NAME

63 STREET ADDRESS

64 CITY-ST-ZIP

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

DVS

[] Change [X] Addition

Richard B. Silver

3820 State Street

Santa Barbara, CA 93105

[] Change [] Addition

3000002862373--1

-05/04/99--01087--005

****150.00 ****150.00

[X] Change [] Addition

3820 State Street

Santa Barbara, CA 93105

[] Change [] Addition

AS

[] Change [X] Addition

Caitlin M. Larsen

3820 State Street

Santa Barbara, CA 93105

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

Caitlin M. Larsen

Caitlin M. Larsen, Asst. Sec.

4/12/99

805/563-7075

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DATE AND PHONE NUMBER

0554983

CR2E034 (11/98)