

No. C 76685

Annual Report Form

1997

Due No Later Than November 30,

2. Registered Agent and Office NOT A P.O. BOX

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Please Correct, If Not Correct

HILLHAVEN PROPERTIES, LTD.

~~SCOTT PRODUCTIONS CENTER~~

515 W. MARKET STREET
LOUISVILLE KY 40202

C T CORPORATION SYSTEM
300 N. 8TH STREET

BOISE ID 83701

3. Organized Under the Laws of:

OR C 76685

NO FEE REQUIRED

* FIRST NOTICE *

4. Corporations: Enter Names and Business Addresses of **President, Secretary and Directors**
Limited Liability Companies: Enter Names and Addresses of **Managers** or **Members** (check one)

Office held Name Street or P.O. Address City State Zip

SEE ATTACHED STATEMENT

5.

6.

Signature

Date

Name (Typed or Printed)

Title

[Handwritten Signature] *9/29/97*
Joseph Billey *FIN*

ISSUED: 07-04-1997

DO NOT TAPE OR STAPLE

2146

HILLHAVEN PROPERTIES, LTD
UNIFIED BUSINESS I.D. # 600 469 409

**CORPORATE OFFICERS
AND CHAIRMAN OF THE BOARD:**

PRESIDENT

W. PATRICK MULLOY, II
515 WEST MARKET STREET
LOUISVILLE, KY 40202

CHIEF OPERATING OFFICER

ANDY L. SCHOEPH
515 WEST MARKET STREET
LOUISVILLE, KY 40202

VICE PRESIDENT OF OPERATIONS

TERRANCE USHER
515 WEST MARKET STREET
LOUISVILLE, KY 40202

VICE PRESIDENT OF FINANCE

JOSEPH L. BICKLEY
515 WEST MARKET STREET
LOUISVILLE, KY 40202

SECRETARY

J. TIMOTHY WESLEY
515 WEST MARKET STREET
LOUISVILLE, KY 40202

CHAIRMAN BOARD OF DIRECTORS

W. BRUCE LUNDSFORD
3300 PROVIDIAN CENTER
400 WEST MARKET STREET
LOUISVILLE, KY 40202

To Whom it May Concern:

We have enclosed an additional copy of the Corporate License Renewal/Annual Return and a self-addressed envelope. Please indicate the date received and date filed on the additional copy and return it to us for our file.

Sincerely,

**Jim Vining, Tax Compliance Manager
ERNST & YOUNG, LLP**