

**FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

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| LIMITED PARTNERSHIP ANNUAL REPORT 1999 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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03/05/98 11:00

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| 1. Name of Limited Partnership FLEETWOOD ASSOCIATES, LTD. | 1a. DOCUMENT # A19243 |
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| 2. Mailing Address 5001 PHILLIPS HWY #7B JACKSONVILLE FL 32207 | 2a. Principal Office Address 5001 PHILLIPS HWY #7B JACKSONVILLE FL 32207 |
| Suite, Apt. #, etc. | Suite, Apt. #, etc. |
| City & State | City & State |
| Zip Country | Zip Country |

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| 3. Date Formed or Registered 02/27/1985 | 5a. Capital Contributions as Shown on record. \$30,000.00 |
| 3a. Date of Last Report 11/12/1997 | |
| 4. State or Country of Formation FL | 5b. Amount of Capital Contributions in FLORIDA to date |
| 6. FEI Number 59-2519309 | <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable |
| 7. Certificate of Status Desired | <input type="checkbox"/> \$8.75 Additional Fee Required |
| 8. Make check payable to: Dept of State (See reverse side for fee information) FF \$ 298.75 | |

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| 9. Name and Address of Current Registered Agent PARSONS, A.T., JR. 5001 PHILLIPS HIGHWAY, #7B JACKSONVILLE FL 32207 |
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| 10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code |
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10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, 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 its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

| 11. Name(s) of General Partner(s) | 11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) | 11b. City, State & Zip Code | 11c. Registration/Document Number |
|-----------------------------------|---|-----------------------------|-----------------------------------|
| SOUTHERN PROPERTY PLANNERS, | 5001 PHILLIPS HWY 7-B | JACKSONVILLE FL | J04498 |
| FWK, INC. | 1648 GULF LIFE DRIVE | JACKSONVILLE FL | J08181 |

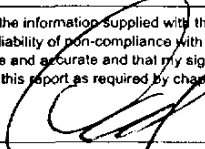
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***298.75 ***298.75

Amendment filed 3/4/99.

CR2E003 (8/98)

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is truthfully furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

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| SIGNATURE  Typed or Printed Name of General Partner Signing Form <u>KENNETH MUMM</u> | DATE <u>12-4-98</u> Daytime Telephone Number <u>904-737-1245</u> |
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