

2005 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# A29947

FILED
Feb 23, 2005
Secretary of State

Entity Name: CNL INCOME & GROWTH FUND II, LTD.

Current Principal Place of Business:

450 S. ORANGE AVENUE
ORLANDO, FL 32801

New Principal Place of Business:

Current Mailing Address:

POST OFFICE BOX 4920
ORLANDO, FL 32802

New Mailing Address:

FEI Number: 59-3005760

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

BOURNE, ROBERT A
450 S. ORANGE AVENUE
ORLANDO, FL 32801 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

Capital Contributions as Shown on record: 20,000,000.00

Amount of Capital Contributions in Florida to date: 20,000,000.00

GENERAL PARTNER INFORMATION:

Document #: K64448
Name: CNL GROWTH CORP.
Address: 450 S. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 32801

ADDRESS CHANGES ONLY:

Address:
City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: ROBERT A BOURNE

PTS

02/23/2005

Electronic Signature of Signing General Partner

Date