

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

LIMITED PARTNERSHIP ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 SEP 14 PM 3:23

1. Name of Limited Partnership	1a. DOCUMENT # <b>A32811</b>
CARLSON REAL ESTATE COMPANY, A MINNESOTA LIMITED PARTNERSHIP	



Mailing Address 44 CHESHIRE LANE STE. 200 MINNEAPOLIS MN 55305	Principal Office Address 44 CHESHIRE LANE STE. 200 MINNEAPOLIS MN 55305
2. Mailing Address Two Carlson Parkway	2a. Principal Office Address Two Carlson Parkway
Suite, Apt. #, etc. Suite 100	Suite, Apt. #, etc. Suite 100
City & State Plymouth, MN	City & State Plymouth, MN
Zip 55447	Zip 55447
Country U.S.A.	Country U.S.A.

3. Date Formed or Registered <b>04/06/1992</b>	5a. Capital Contributions as Shown on record.  <b>\$0.00</b>
3a. Date of Last Report <b>09/22/1997</b>	
4. State or Country of Formation <b>MN</b>	5b. Amount of Capital Contributions in FLORIDA to date:
6. FEI Number <b>41-1541705</b>	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
7. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
8. Make check payable to: Dept. of State (See reverse side for fee information)	

9. Name and Address of Current Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS ST. SUITE 105 TALLAHASSEE FL 32301

10. If changed, new Registered Agent/Office
Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc.
City

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
CARLSON, CURTIS L.	12755 STATE HIGHWAY 5	MINNEAPOLIS MN	(See attached Exhibit A for Complete List of General Partners)
CARLSON, ARLEEN M.	12755 STATE HIGHWAY 5	MINNEAPOLIS MN	
NELSON, MARILYN C.	12755 STATE HIGHWAY 5	MINNEAPOLIS MN	
NELSON, GLEN D.	7000 CENTRAL AVENUE N	MINNEAPOLIS MN	
GAGE, BARBARA C.	12755 STATE HIGHWAY 5	MINNEAPOLIS MN	
GAGE, EDWIN C., III	12755 STATE HIGHWAY 5	MINNEAPOLIS MN	

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 voluntarily 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 990, Florida Statutes.

SIGNATURE  DATE **September 11, 1998**

CR2E003 (8/98)

**EXHIBIT "A"**

The names and business addresses of the general partners are:

Curtis L. Carlson, Trustee of the Revocable Trust of  
Curtis L. Carlson  
12755 State Highway 55  
Minneapolis, MN 55441

Arleen M. Carlson, Trustee for the Revocable Trust of  
Arleen M. Carlson  
12755 State Highway 55  
Minneapolis, MN 55441

Marilyn C. Nelson, Trustee for the Revocable Trust of  
Marilyn C. Nelson  
12755 State Highway 55  
Minneapolis, MN 55441

Glen D. Nelson, Trustee for the Revocable Trust of  
Glen D. Nelson  
7000 Central Avenue NE  
Minneapolis, MN 55432

Barbara C. Gage, Trustee for the Revocable Trust of  
Barbara C. Gage  
12755 State Highway 55  
Minneapolis, MN 55441

Edwin C. Gage, III, Trustee for the Revocable Trust of  
Edwin C. Gage, III  
10000 State Highway 55  
Minneapolis, MN 55441

Dean A. Riesen  
Two Carlson Parkway, Suite 100  
Plymouth, MN 55447

John R. Nagel  
1466 Westwood Drive  
Minnetrista, MN 55364