

**FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

LIMITED PARTNERSHIP ANNUAL REPORT <b>1998</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 APR -3 AM 9: 26

1. Name of Limited Partnership	1a. DOCUMENT # <b>A93000000832</b>
PORTA OAKS, LTD.	



Mailing Address <b>17757 U.S. 19 NORTH #350 CLEARWATER FL 34624</b>	Principal Office Address <b>17757 U.S. 19 NORTH SUITE 360 CLEARWATER FL 34624</b>	3. Date Formed or Registered <b>08/10/1993</b>	5a. Capital Contribution <b>3. H. Fried 4-398 7,449,666</b>
2. Mailing Address <b>13925 58th St N Suite, Apt. #, etc.</b>	2a. Principal Office Address <b>13925 58th St N Suite, Apt. #, etc.</b>	3a. Date of Last Report <b>01/06/1997</b>	5b. Amount of Capital Contributions in FLORIDA to date. <b>1,449,666</b>
City & State <b>Clearwater, FL</b>	City & State <b>Clearwater, FL</b>	4. State or Country of Formation <b>FL</b>	6. FEI Number <b>59-3195457</b> <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip <b>33760 Pinellas</b>	Zip <b>33760 Pinellas</b>	7. Certificate of Status Desired <input checked="" type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	8. Make check payable to: Dept. of State (See reverse side for fee information)

9. Name and Address of Current Registered Agent

**AGSIEG, BERNHARD  
 C/O WESTFALIA REALTY, INC. c/o Melitta N. A., Inc.  
 17757 U.S. 19 NORTH, STE 350  
 CLEARWATER FL 34624**

10. If changed, new Registered Agent/Office

Name: **Beth Wohlwend**  
 Street Address (P.O. Box Number is Not Acceptable): **13925 58th St N**  
 Suite, Apt. #, etc.:  
 City: **Clearwater**  
 Zip Code: **FL 33760**

FF 526.25  
 OP 15.00  
 CUS 8.75

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): *Beth Wohlwend* DATE: **4/1/98**

**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
PORTA HOLDINGS II, INC.	17755 U.S. 19 NORTH,	CLEARWATER FL 34624	P93000056239  <i>OK</i> <b>4-10</b>

**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 620, Florida Statutes.

SIGNATURE: *Scott Makela* DATE: **12-19-97**  
 Typed or Printed Name of General Partner Signing Form: **Scott Makela** Daytime Telephone Number: **(813) 535-7999**

CR2E003 (6/97)