

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

LIMITED PARTNERSHIP
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC 10 PM 3:22

1. Name of Limited Partnership

1a. DOCUMENT #
A96000001169



ANDESTIN BEACH HOTEL, LTD.

12-10

Mailing Address 4000 SANDESTIN BLVD. DESTIN FL 32541		Principal Office Address 4000 SANDESTIN BLVD. DESTIN FL 32541		3. Date Formed or Registered 06/19/1996	5a. Capital Contributions as Shown on record. \$1,000.00
2. Mailing Address Suite, Apt. #, etc. City & State Zip Country		2a. Principal Office Address Suite, Apt. #, etc. City & State Zip Country		3a. Date of Last Report 01/03/1997	
				4. State or Country of Formation FL	5b. Amount of Capital Contributions in FLORIDA to date. 18,139,766
				6. FEI Number 59-3398821	<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)					

9. Name and Address of Current Registered Agent

**LLOYD, BRENDA
4000 SANDESTIN BLVD.
DESTIN FL 32541**

10. If changed, new Registered Agent/Office

Name
Street Address (P.O. Box Number Is Not Acceptable)
400002378484--2
Suite, Apt. #, etc.
-12/22/97-01015-012
City
*****2291.25 ***541.25**
FL Zip Code

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
SH GENERAL PARTNER, INC.	4000 SANDESTIN BLVD.	DESTIN FL 32541	P96000052365
		CORALPAK	KWM
		Validate - 541.25	

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 *Robert T. Kama* SH General Partner & Co. Ptn DATE **11/20/97**

Typed or Printed Name of General Partner Signing Form **Robert T. Kama** Daytime Telephone Number **850-267-9500**

CR2E003 (6/97)