

2001 UNIFORM BUSINESS REPORT (UBR)

0017585 AF

DOCUMENT # A98000001378
 1. Entity Name
WELLINGTON SHORES-WELLINGTON LIMITED PARTNERSHIP

FILED
 01 MAY -9 PM 4: 35
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Principal Place of Business Mailing Address
 C/O JAMES K. GRIFFIN, JR. % MARK PORATH
 1401 EAST BROWARD BLVD., SUITE 302 16133 VENTURA BLVD., STE. 1400
 FT. LAUDERDALE FL 33301-2116 ENCINO CA 91436



2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country
 3. Mailing Address Suite, Apt. #, etc. City & State Zip Country

4. FEI Number **95-4692947** Applied For Not Applicable
 5. Certificate of Status Desired \$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent
GRIFFIN, JAMES K
VICTORIA PARK CENTER
1401 EAST BROWARD BLVD., SUITE 302
FT. LAUDERDALE FL 33301-2116

7. Name and Address of New Registered Agent
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 City FL Zip Code

8. 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 _____ (NOT Registered Agent signature required when reinstating) DATE _____

9. Capital Contributions as Shown on record. **\$1,087,056.00**
 10. Amount of Capital Contributions in FLORIDA to date. **1,996,098.49**
 11. MAKE CHECK PAYABLE TO DEPT. OF STATE SEE REVERSE SIDE FOR FEE INFORMATION

A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.
NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.

| 12. GENERAL PARTNER INFORMATION | |
|---------------------------------|-------------------------------------|
| DOCUMENT # | L98000003194 |
| NAME | FL MSII/SEPII GP, L.C. |
| STREET ADDRESS | 16133 VENTURA BOULEVARD, SUITE 1400 |
| CITY-ST-ZIP | ENCINO CA 91436 |
| DOCUMENT # | |
| NAME | |
| STREET ADDRESS | |
| CITY-ST-ZIP | |
| DOCUMENT # | |
| NAME | |
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| DOCUMENT # | |
| NAME | |
| STREET ADDRESS | |
| CITY-ST-ZIP | |

| 13. ADDRESS CHANGES ONLY | |
|--------------------------|--|
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\$526.25

14. I hereby certify that the information supplied with this filing does not qualify 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 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: **SEE SIGNATURE BLOCK ATTACHED**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER Date Daytime Phone #

CR2E003 (11/00)

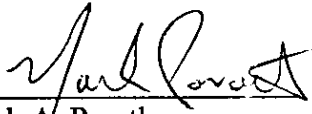
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Form: 2001 Uniform Business Report (UBR)

WELLINGTON SHORES-WELLINGTON LIMITED PARTNERSHIP,
A Florida Limited Partnership

FL MSII/SEPII GP, L.C.,
A Florida limited liability company
General Partner

By: Hearthstone
A California Corporation
Manager

By: 
Mark A. Porath
Chief Financial Officer
And Senior Vice President

4/24/01

818/385-0005