

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



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

FILED

98 DEC 24 AM 10:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED PARTNERSHIP ANNUAL REPORT 1999		1a. DOCUMENT # A98000002209	
1. Name of Limited Partnership 311 Associates, Ltd.		3. Date Formed or Registered 3a. Date of Last Report 4. State or Country of Formation Florida	
Mailing Address 111 E. Boca Raton Road Boca Raton, Florida 33432		5a. Capital Contributions as Shown on record. 1,000.00 5b. Amount of Capital Contributions in FLORIDA to date:	
2. Mailing Address 111 East Boca Raton Road Suite, Apt. #, etc.		6. FEI Number 65-0859947 <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable	
2a. Principal Office Address 111 East Boca Raton Road Suite, Apt. #, etc.		7. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
City & State Boca Raton, Florida		8. Make check payable to: Dept. of State (See reverse side for fee information)	
Zip Country 33432 USA		9. Name and Address of Current Registered Agent Gregory K. Talbott Talbott Realty, Inc. 111 E. Boca Raton Road Boca Raton, FL 33432	
City & State Boca Raton, Florida		10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code	
Zip Country 33432 USA		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 12/21/98

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) 311 Associates, Inc.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 111 E. Boca Raton Road	11b. City, State & Zip Code Boca Raton, FL 33432	11c. Registration/Document Number P98000079380 300002740543--7 -01/13/98--01098--004 ***141.25 ***141.25
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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

DATE 12/21/98

Typed or Printed Name of General Partner Signing Form

Daytime Telephone Number

CR2E003 (8/98)