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**Apr 01 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # P95000021547 (1)
1. Corporation Name
ESI CHEROKEE LP, INC.



Principal Place of Business: 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408
Mailing Address: 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business (21-23) and Mailing Address (2a-29) details including Suite, Apt. #, etc., City & State, Zip, and Country.

3. Date Incorporated or Qualified: 03/15/1995
4. FEI Number: 65-0577963
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes *See Attached*

9. Name and Address of Current Registered Agent
LEON, JOAQUIN E
9250 WEST FLAGLER ST.
MIAMI FL 33174

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP LEIGHTON, MICHAEL L 11760 US HWY 1 NORTH PALM BEACH FL 33408	1.1 TITLE	DT BOYLAN, PETER 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	DV GELBER, LESLIE J 11760 US HWY 1 NORTH PALM BEACH FL 33408	2.1 TITLE	DP GELBER, LESLIE J.
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	DT MCGRATH, ROBERT L 11760 US HWY 1 NORTH PALM BEACH FL 33408	3.1 TITLE	DV LEIGHTON, MICHAEL L.
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	S CARPENTER, FRANCES M 11760 US HWY 1 NORTH PALM BEACH FL 33408	4.1 TITLE	V FRIES, WILLIAM A 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	AS TANCER, EDWARD F 11760 US HWY ONE, STE 600 N PALM BEACH FL	5.1 TITLE	V HOFFMAN, KENNETH P 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	V SMITH, GLENN E 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(j), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: FRANCES M CARPENTER, SECRETARY *Frances M. Carpenter* 2/5/98 (561)601-2500

CR2E034 (10/97)

ADDENDUM TO 1998 FLORIDA ANNUAL REPORT-SECTION 13

ESI CHEROKEE LP, INC.

DOCUMENT #P95000021547

TITLE	AS	ADD
NAME	HATHAWAY, SCOT C.	
STREET ADDRESS	11760 US HIGHWAY ONE SUITE 600	
CITY-ST-ZIP	NORTH PALM BEACH FL 33408	

TITLE	AS	ADD
NAME	PONDER, STEPHEN H.	
STREET ADDRESS	11760 US HIGHWAY ONE SUITE 600	
CITY-ST-ZIP	NORTH PALM BEACH FL 33408	