Note:

\$6,912,645.00 9 Name and Address of Current Registered Agent 10. If changed, new registered agent/office Robert R. Threatt Robert R. Threatt 446 Collins Avenue Street Address (P.O. Box Number Is Not Acceptable) Washington Avenue Miami Beach, FL 33139 Suite 120 33139 Miami Beach

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)

Typed or Printed Name of General Partner Signing Form

8b. Amount of Capital Contributions in FLORIDA to date

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

3.) Penalty Fee(s): \$500 penalty fee for gach year report form is delinquent.

If the amount entered in 8b is greater than amount entered in 8a, a supplemental affidavit must be submitted along with a separate and

11.	Names of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	City, State and Zip Code	11a. Registration Document Number
PDS	Overseas, Inc.	Suite 120 Mashington Ave.	Miami Beach, FL 33139	P94000007415
		- ADM - 7	2,552.50	
		PAR	437.50	
		privipp Cus –	8.75	
		REINSTATEMEN	1 1997-1999	
		a hamps a fee as a second	The second second	

100002741144--2--01/14/99--01018--016 ***4828.75 ***3087.50

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 Partifier of the limited partnership, receiver or trustee

empowered to execute this report as required by chap	ter 620, Florida Statutes.	-		-
SIGNATURE DS OVERSEAS	Inc. General Par	tner	 DATE _	1/11/99
	Robert R. Threat		Talaghana Ni mbas	305-532-2519

305-532-2519

Telephone Number

 $_{\rm DATE} = 1/11/99$

Applied For

Not Applicable