



**FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

<b>LIMITED PARTNERSHIP ANNUAL REPORT 1997</b>				FLORIDA DEPARTMENT OF STATE <b>Sandra Morikam</b> Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 96 OCT 14 AM 10:57 	
<b>1. Name of Limited Partnership</b> THE VILLAS OF KEY WEST, LTD.		<b>1a. DOCUMENT #</b> A04541		<b>3. Date Formed or Registered</b> 10/16/1975		<b>5a. Capital Contributions as Shown on record</b> \$1,271,072.36	
<b>Mailing Address</b> VILLAS OF KEY WEST, LTD. 1224 SOUTH STREET KEY WEST FL 33040		<b>Principal Office Address</b> VILLAS OF KEY WEST, LTD. 1224 SOUTH STREET KEY WEST FL 33040		<b>3a. Date of Last Report</b> 09/25/1995		<b>5b. Amount of Capital Contributions in FLORIDA to date</b>	
<b>2. Mailing Address</b>		<b>2a. Principal Office Address</b>		<b>4. State or Country of Formation</b> FL		<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		<b>6. FEI Number</b> 59-1635140		<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable	
City & State		City & State		<b>7. Certificate of Status Desired</b>		<input type="checkbox"/> \$8.75 Additional Fee Required	
Zip Country		Zip Country		<b>8. Make check payable to: Dept. of State (See reverse side for fee information)</b>			

<b>9. Name and Address of Current Registered Agent</b> BERVALDI, FRANK V. 1224 SOUTH STREET KEY WEST FL 33040		<b>10. If changed, new Registered Agent/Office</b>	
		Name	
		Street Address (P.O. Box Number Is Not Acceptable)	
		Suite, Apt. #, etc.	
		City Zip Code FL	

**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.**

<b>11. Name(s) of General Partner(s)</b> BERVALDI, FRANK V.(DR)	<b>11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)</b> 1224 SOUTH STREET	<b>11b. City, State &amp; Zip Code</b> KEY WEST FL 33040	<b>11c. Registration Document Number</b> 900001983889--6 -10/23/96--01038--005 ****578.25 ****578.25
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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 X

*Frank V. Bervaldi*, GENERAL PARTNER DATE X 9/23/96

Typed or Printed Name of General Partner Signing Form *Frank V. Bervaldi*

Daytime Telephone Number 305-296-3131