

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

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1999



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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 DEC -7 AM 11:08



1. Name of Limited Partnership		1a. DOCUMENT # A07535	
DEVONSHIRE INVESTMENT ASSOCIATES, LTD.			
Mailing Address 889 RIDGE LAKE BLVD. #100 MEMPHIS TN 38120		Principal Office Address 1213 PARK PLACE CENTER SUITE 200 MEMPHIS TN 38119	
2. Mailing Address		2a. Principal Office Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip Country		Zip Country	
3. Date Formed or Registered 05/24/1979		5a. Capital Contributions as Shown on record. \$930,000.00	
3a. Date of Last Report 09/12/1997		5b. Amount of Capital Contributions in FLORIDA to date: 930,000	
4. State or Country of Formation TN		6. FEI Number 62-1058616	
7. Certificate of Status Desired		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
8. Make check payable to: Dept. of State (See reverse side for fee information)		\$8.75 Additional Fee Required	

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code	
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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.**

11. Name(s) of General Partner(s) SOLMSON, ROBERT M FORSICK, H. LANCE	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 1213 PARK PLACE CEN # 1213 PARK PLACE CEN #	11b. City, State & Zip Code MEMPHIS TN MEMPHIS TN	11c. Registration/Document Number 600002709236--4 -12/10/98-01086-010 *****526.25 *****526.25
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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

11.25.98

Typed or Printed Name of General Partner Signing Form

Lawrence A. Russell, Jr. Secretary

Daytime Telephone Number

(901) 767-5154

CR2E003 (8/98)