

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

<b>LIMITED PARTNERSHIP ANNUAL REPORT 1999</b>		<b>FLORIDA DEPARTMENT OF STATE</b> <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 DEC -7 AM 10: 02

<b>1. Name of Limited Partnership</b>  VILLAGE SHOPPES ASSOCIATES, LTD.	<b>1a. DOCUMENT #</b> <b>A08690</b>
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<b>Mailing Address</b> 701 BRICKELL AVENUE SUITE 1400 MIAMI FL 33131	<b>Principal Office Address</b> 701 BRICKELL AVENUE SUITE 1400 MIAMI FL 33131	<b>3. Date Formed or Registered</b> 03/14/1980	<b>5a. Capital Contributions as Shown on record.</b> <b>\$1,000,000.00</b>
		<b>3a. Date of Last Report</b> 12/01/1997	<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	<b>6. FEI Number</b> 59-1984212
Suite, Apt. #, etc.	Suite, Apt. #, etc.	<b>7. Certificate of Status Desired</b>	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
City & State	City & State	<b>8. Make check payable to: Dept. of State (See reverse side for fee information)</b>	<b>\$8.75 Additional Fee Required</b>
Zip Country	Zip Country		

<b>9. Name and Address of Current Registered Agent</b> PITTS, W. DOUGLAS 701 BRICKELL AVENUE SUITE 1400 MIAMI FL 33131	<b>10. If changed, new Registered Agent/Office</b> Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City
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FL Zip Code

**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> COURTELIS COMPANY	<b>11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)</b> 701 BRICKELL AVENUE,	<b>11b. City, State &amp; Zip Code</b> MIAMI FL 33131-2822	<b>11c. Registration/Document Number</b> 249850
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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 or 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

Typed or Printed Name of General Partner Signing Form

Daytime Telephone Number

*Douglas H. Pitts, Treasurer*  
 Courtelis Co.

CR2E003 (8/98)