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

FLORIDA DEPARTMENT OF STATE LIMITED PARTNERSHIP FILED Sandra B. Mortham ANNUAL REPORT Secretary of State 1999 DIVISION OF CORPORATIONS 98 DEC 30 PM 12: 28 **DOCUMENT#** 1. Name of Limited Partnership SECRETARY OF STATE TALLAHASSEE, FLORIDA A15320 CARROLLWOOD STATION ASSOCIATES, LTD. 3. Date Formed or Registered 5a. Capital Contributions as Shown on record. Mailing Address Principal Office Address 09/19/1983 1505 FEDERAL 1505 FEDERAL \$100.00 3a. Date of Last Report PO BOX 1920 PO BOX 1920 5b. Amount of Capital Contributions in FLORIDA to date: DALLAS, TX 75201 DALLAS, TX 75201 12/11/1997 4. State or Country of Formation 2. Mailing Address 2a. Principal Office Address \$100.00 Suite, Apt. #, etc. Suite, Apt. #, etc. 6. FEI Number Applied For Not Applicable 75-1911884 City & State City & State \$8.75 Additional Fee Required 7. Certificate of Status Desired Country Country 8. Make check payable to: Dept. of State (See reverse side for fee information) 72 9. Name and Address of Current Registered Agent 10. If changed, new Registered Agent/Office CT CORPORATION SYSTEM Street Address (P.O. Box Number Is Not Acceptable) 1200 S PINE ISLAND ROAD PLANTATION, FL 33324 Suite, Apt. #, etc. 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. Address of Each General Partner
(Do NOT Use Post Office Box Numbers) 11. 11b. City, State & Zip Code 11c. Name(s) of General Partner(s) Document Number LINCOLN PROPERTY COMPANY NO. 1505 FEDERAL STREET DALLAS, TX 75201 AI5319 600, LTD.

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 filling 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 trusted empowered to execute this report as required by chapter 620, Florida Statutes. LINDA BESS-CADE

SIGNATURE _

Typed or Printed Name of General Partner Signing Form

ATTORNEY-IN-FACT FOR MACK POGUE

12/29/989

400002744664---01/15/39--01109--016

****141.25 ****141.25

Daytime Telephone Number

DATE

CR2E003 (8/98)

Registration/