FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1998



SOUTH ATLANTIC VENTURE FUND, LIMITED PARTNERSHIP

Typed or Printed Name of General Partner Signing Form Donald W. Bur Yor

FLORIDA DEPARTMENT OF STATE

Sandra 3. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

1a. DOCUMENT # **A16347**

FILED SECRETARY OF STATE DIVISION OF COUPODATIONS

97 DEC 30 AM 9: 22

470m



12-8-97 813-253-2*50*0

Malling Address	Principal Office Address		3	Date Formed or Registered	5a. Capital Contributions as Shown on record.	
614 WEST BAY STREET SUITE 200	614 WEST BAY STREET SUITE 200 TAMPA FL 33606-2704		3	02/01/1984 3a. Date of Last Report	\$17,500,000.00	
TAMPA FL 33606-2704				12/17/1996 3. State or Country of Formation	5b. Amount of Capital Contributions in FLORIDA to date:	
2. Malling Address	2a. Principal Office Address			DE	\$17,500,000	
Suite, Apt. #, etc.	Suite, Apt. #, etc.		E	, FEI Number	Applied For	
City & State	City & State			59-2346657	Not Applicable	
Zip Country	Zip Country			Certificate of Status Desired	\$8.75 Addit onal Fee Required	
				8. Make check payable to: Dept. of State (See reverse side for fee Information)		
9. Name and Address of Current Registered Agent				10. Il changed, new Registered Agent/Office		
BURTON, DONALD W.		Namo				
3603 BAYSHORE BLVD. TAMPA, FL FL 33629-8942		Streol Address (P.O. Box Number Is Not Acceptable)				
		Suite, Apt. #, etc.				
		City			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, if an familiar with, and accept the obligations of section 620 192, Florida Statutes. SIGNATURE (Registered Agent Accepting Appointment).						
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)	Address of Each General Partner (Do NOT Use Post Office Rox Numbers)		11b.	City. State & Zip Code	11c.	Registration/ Decument Number
SO. ATLANTIC VEN. PART.	3603 BAYSHORE BLVD.		TAMPA, FL. 33602		A16299	
4				70000224 -01/15/ ****\$54	4 021 798-01 11.25	(4.7~27 106009 ****\$41.25
Note General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.						
12. Let 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 Statutos. 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 decried 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 eath. I further certify that I am a General Partner of the limited partnership, receiver or trustee