

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

FILED

97 DEC 12 AM 11:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LIMITED PARTNERSHIP ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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<b>1.</b> Name of Limited Partnership  WOODCLIFF APARTMENTS, LTD.	<b>1a.</b> DOCUMENT # <b>A19162</b>  98-AR/0US CM
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<b>2.</b> Mailing Address 2424 ENTERPRISE ROAD, SUITE G CLEARWATER FL 34623	<b>2a.</b> Principal Office Address 2424 ENTERPRISE ROAD, SUITE G CLEARWATER FL 34623
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip <b>33763</b> Country	Zip <b>33763</b> Country

<b>3.</b> Date Formed or Registered 02/20/1985	<b>5a.</b> Capital Contributions as Shown on record <b>\$245,000.00</b>
<b>3a.</b> Date of Last Report 10/30/1996	<b>5b.</b> Amount of Capital Contributions in FLORIDA to date: <b>\$245,000.00</b>
<b>4.</b> State or Country of Formation FL	
<b>6.</b> FEI Number 59-2626124	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
<b>7.</b> Certificate of Status Desired	<input checked="" type="checkbox"/> <b>\$8.75</b> Additional Fee Required
<b>8.</b> Make check payable to: Dept. of State (See reverse side for fee information)	

<b>9. Name and Address of Current Registered Agent</b>  FLYNN, THOMAS F 2424 ENTERPRISE ROAD, SUITE G CLEARWATER FL 34623
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<b>10.</b> If changed, new Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code <b>33763</b>
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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)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
FLYNN, THOMAS F	2424 ENTERPRISE ROAD,	CLEARWATER FL 34623	100002381191--1 -12/23/97--01091--009 ****550.00 ****550.00

**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  Typed or Printed Name of General Partner Signing Form <b>Thomas F. Flynn</b>	DATE <b>9/22/97</b> Daytime Telephone Number <b>813-797-0098</b>
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CR2E003 (6/97)