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

LIMITED PARTNERSHIP **ANNUAL REPORT** 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS SECRETARY OF STATE DIVISION OF CORPORATIONS

1. Name of Limited Partnership	18. DOCUMENT # A19341		97 SEP 29 PM I2: 00	
UPITER BAY SHOPPES,	LTD.		1 4001414 1001 1414 14140 14141 1	1188
Mailing Address	Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record.
% STRAUB CAPITAL CORPORATION 440 ROYAL PALM WAY. SUITE 202 PALM BEACH FL 33480	% STRAUB CAPITAL CORPORATION 440 ROYAL PALM WAY, SUITE 202 PALM BEACH FL 33480		03/11/1985 3a. Date of Last Report 09/27/1996 4. State or Country of Formation FL	\$1,773,293.00 5b. Amount of Capital Contributions in FLORIDA to date: \$1,773,293.00
2. Mailing Address	2a. Principal Office Address			
Suite, Apt. #, etc. City & State	Suite, Apt. #, etc. City & State		6. FEI Number 59-2539451	Applied For Not Applicable
Zip Country		Zip Country		\$8.75 Additional Fee Required
				8. Make check payable to: Dept. of State (See reverse side for fee Information
9, Name and Address	of Current Registered Agent	Name	10. If changed, new Registere	d Agent/Office
STRAUB CAPITAL CORP. 440 ROYAL PALM WAY SUITE 202 PALM BEACH FL 33480		Street Address (P.O. Box Number Is Not Acceptable) Suite, Apl. #, etc. City FL Zip Code		
for the purpose of changing its registers agent. I am familiar with, and accept the SIGNATURE (Registered Agent Accepting Appoin	20 1051 and 620 192, Florida Statutes, the above-named lide office or registered agent, or both, in the State of Florida et alignment of section 670.192, Florida Statutes. THAT IS A CORPORATION, LII MUST BE REGISTERED AND	a. Such change was	pulhorized by its general partner(s). I her DATE RTNERSHIP OR OTHE	eby accept the appointment of registered
11. Name(s) of General Partner(s)	Address of Each General P	artner 446		11c. Registration/ Document Number
STRAUB CAPITAL CORP.	440 ROYAL PALM WAY, #	P/	ALM BEACH FL 90002 -10/02 *****	H4441 3106199 2/87-01/16-014 350.00 ****550.00
12. I do hereby certify that the information sup-	Y NOT be changed on this form; plied with this filing is voluntarily furnished and does not q strance with Section 119 07(3)(k) in the event that the infor	ualify for the exempti	ion stated in Section 119.07(3)(k), Florida	Statutes. I release the Division of

empowered to execute this report as required by chapter 620. Florida Statutes

SIGNATURE/

Typed or Printed Name of General Partner Signing Form 6 lenn F. Straub, Pres. Straub Capital Dayline Telephone Number 561-655 - 4441