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

1. Name of Limited Partnership

na. DOCUMENT # **A20847** DIVISION OF CORPORATIONS

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BAINESVILLE CABOT LO	OGE, LTD.		01/2	
Mailing Address	Principal Office Address	3. Date Formed or Registered	5a. Capital Contributions as Shown on record.	
1000 RED FERN PLACE	1000 RED FERN PLACE	09/26/1985	\$100.00	
FLOWOOD MS 39208	FLOWOOD MS 39208	3a. Date of Last Report	\$ 100.00	
		10/14/1996	5b. Amount of Capital Contributions in FLORIDA	
2. Malling Address	2a. Principal Office Address	4. State or Country of Formation	to date:	
Suite, Apt. #, etc.	Suite, Apt. #, etc.	6. FEI Number 64-0728475	Applied For Not Applicable	
City & State	City & State	7. Certificate of Status Desired	\$8.75 Additional	
Zip Country	Zip Country	0	Fee Required	
		Make check payable to: Dept. or	f State (See reverse side for fee Information)	

9. Name and Address of Current Registered Agent	10. If changed, new Registered Agent/Office
NORRIS, JOHN E.	Name
201 NORTH MARION, SUITE 301	Street Address (P.O. Box Number Is Not Acceptable)
LAKE CITY FL	Suite, Apt. #, etc01/22/9801126007
	City ****156, 25 ****156, 25 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.

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11. Name(s) of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number	
CABOT LODGE, INC.	1000 RED FERN PLACE	FLOWOOD MS 39208	P04808	
JONES, EARLE F.	2552 LAKE CIRCLE	JACKSON MS		
STURDIVANT, MIKE P.	2460 MEADOWBROOK RD.	JACKSON MS		
STURDIVANT, GAINES P.	3941 EASTWOOD DRIVE	JACKSON MS		
STURDIVANT, MIKE P., JR.	ROUTE 1	GLENDORA MS		
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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. Frelease 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. 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. Further certify that I am a General Partner of the limited partnership, receiver or trusted empowered to execute this peport as required by chapter 620, Florida Statutes.

SIGNATURE

By Whohael A Hart, VP

DATE 12/2/97

CR2E003 (6/97)