


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

LIMITED PARTNERSHIP ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS		FILED 98 DEC 17 PM 4:30 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
1. Name of Limited Partnership INN OF THE SUN, LTD.		1a. DOCUMENT # A20882			
Mailing Address 1201 U.S. HIGHWAY ONE SUITE 210 NORTH PALM BEACH FL 33408		Principal Office Address 1201 U.S. HIGHWAY ONE SUITE 210 NORTH PALM BEACH FL 33408		3. Date Formed or Registered 09/30/1985 3a. Date of Last Report 03/03/1998 4. State or Country of Formation FL	
2. Mailing Address Suite, Apt. #, etc. City & State Zip Country		2a. Principal Office Address Suite, Apt. #, etc. City & State Zip Country		5a. Capital Contributions as Shown on record. \$750,000.00 5b. Amount of Capital Contributions in FLORIDA to date: <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 7. Certificate of Status Desired <input checked="" type="checkbox"/> \$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 CUNDIFF, GEORGE 1201 U.S. HIGHWAY ONE SUITE 220 NORTH PALM BEACH FL 33408			10. If changed, new Registered Agent/Office Name Street 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. 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) MCALLEN MARINE, INC. UNDERWATER SPECIALISTS, INC.		11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 501 BRICKELL KEY DRIV 1201 U.S. HWY ONE, #2		11b. City, State & Zip Code MIAMI FL N. PALM BEACH FL 500002735455--9 -01/11/99--01002--017 *****535.00 *****535.00 <i>12-29</i>	
11c. Registration/Document Number K64579 K88977					
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 _____ DATE DEC 15 1998 Typed or Printed Name of General Partner Signing Form GEORGE CUNDIFF Daytime Telephone Number 561 624 3483					

CR2E003 (8/98)