FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1997

WOODHAVEN PARTNERS LTD.



FLORIDA DEPARTMENT OF STATE

Sandra Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

1a. DOCUMENT # **A21302**

DIVISION OF CORPORATIONS
97 JAN -3 PM 1: 33



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Mailing Address	Principal Office Address	3. Date Formed or Registered 11/25/1985	5a. Capital Contributions as Shown on record. \$1,000.00 5b. Amount of Capital Contributions in FLORIDA to date:
TACOMA WA 98402	TACOMA WA 98402	3a. Date of Last Report 12/11/1995	
2. Mailing Address 400 West Market Street	2a. Principal Office Address 400 West Market Street	4. State or Country of Formation	
Suite, Apt. #, etc. 3300 Providian Center City & State	Suite Apt. #, etc. 3300 Providian Center City & State	6. FEI Number 93-0908787	Applied For Not Applicable
Louisville, KY Zip Country	Louisville, KY	7. Certificate of Status Desired	\$8.75 Additional Fee Required
40202 US	Zip Country 40202 US	8. Make check payable to: Dept. of	State (See reverse side for fee information)
9. Name and Address of Current Registered Agent 10. If changed, new Registered Agent/Office			
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City Zip Code	
10a. Pursuant to the provisions of sections 620,1951 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.			
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. (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
HILLHAVEN PROPERTIES,LTD	3300 Providian Cente	r Louisville, KY	P08488
SOUTHEAST BRAKE CORP.	1700 KENNEDY DR.	PORT RICHEY FL	G54824
•		0000020 -01/10/ ****19	0548509 /9701114014 01.25 ****191.25

CR2E003 (6/96

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.

Typed or Printed Name of General Partner Signing Form

David R. Windhorst

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

Daytime Telephone Number 502)596- 20