2000 UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # A22802 1. Entity Name				FILED SECRETARY OF STATE	
ALAFAYA PALM VALLEY ASSOCIATES, LTD., A CALIFORN				DIVISION OF CORPORATIONS	
Principal Place of Business 800 NEWPORT CENTER DRIVE SUITE 400 NEWPORT BEACH CA 92660		Mailing Address 800 NEWPORT CENTER DRIVE SUITE 400 NEWPORT BEACH CA 92680-6316			OOMAY 23 PM 1: 33
Principal Place of Business 3. Mailing Address					A SOCIECI TORO ILONO ILONO ILONO ILONO ALCIA ALCA ENCIA GRACI DICAL ELIAN DICHI BICHI ILONI ILONI I
Suite, Apt. #, etc.		Suite, Apt. #, etc.			DO NOT WRITE IN THIS SPACE
City & State		City & State			4. FEI Number 95-3673200 Applied For Not Applicable
Zíp	Country	Zip	Country		5. Certificate of Status Desired \$8.75 Additional Fee Required
6. Name and Address of Current Registered Agent			_ 	Name	7. Name and Address of New Registered Agent
SHERWOOD, JOSEPH H 2500 MAITLAND CENTER PARKWAY SUITE 105				Street Address (P.O. Box Number is Not Acceptable)	
MAITLAND FL 32751				City Zip Code	
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.					
SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE					
9. Capital Contributions as Shown on record. \$2,331,000.00 10. Amount of Capital Contributions in FLORIDA to date. \$2,331,000.00 11. MAKE CHECK PAYABLE TO DEPT. OF STATE SEE REVERSE SIDE FOR FEE INFORMATION					
A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.					
12. GENERAL PARTNER INFORMATION			13.		ADDRESS CHANGES ONLY
DOCUMENT # NAME STREET ADDRESS CITY - ST - ZIP	CLAYTON, WILLIAMS & SHERWOOD FINANCIAL GRO 8800 NEWPORT CENTER DR., STE. 400			EET ADDRESS	3
DOCUMENT#			STR	EET ADDRESS	5000032996758
NAME STREET ADDRESS CITY-ST-ZIP	T ADDRESS		СПУ	'-ST-ZIP	-06/21/0001099003 ****526.25 ****526.25
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DOCUMENT #			STR	EET ADDRESS	
STREET ADDRESS CITY-ST-ZIP			СПУ	/- ST-ZIP	
14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes					
SIGNATURE: 5/17/00 (949)640-4200					

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(949)640-4200 Daytime Phone #