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

LIMITED PARTNERSHIP ANNUAL REPORT 1998



FALLING WATERS BEACH RESORT, LIMITED

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Scoretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

DOCUMENT # A24219

97 DEC 26 PM 2: 12



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Mailing Address	Principal Office Address	3. Date Formed or Registered	5a. Capital Contributions as Shown on record.
7200 DAVIS BLVD. NAPLES FL 83962-	7200 DAVIS BLYD. Naples Fl -3396 2-	03/02/1987 3a. Date of Last Report	\$1,947,465.00
		02/24/1997	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. City & State	Suite, Apt. #, etc. City & State	6. FEI Number 65-0042195	Applied For Not Applicable
Zip Country	Zip Country	7. Certificate of Status Dosired	\$8.75 Additional Fee Required
34104	34104	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		
APAW MAPA II	Name		
SIESKY, JAMES H 1000 N. TAMIAMI TRAIL	Street Address (P.O. Box Number Is Not Acceptable)		
201	Suite, Apt #, otc.		
NAPLES FL 33940	City FL Zip Code		

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)

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. Address of Each General Partner (De NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
HUBSCHMAN, SAMUEL	102 TUPELO RD.	NAPLES FL	
HUBSCHMAN, HARRISON	101 CARICA RD.	NAPLES FL	
HUBSCHMAN, ALBERT	529 W. PLACE	NAPLES FL ZODOO22	94227
BEYRENT, TERYL	5147 SEAHORSE LANE	NAPLES FL -01/08/3	94237: 9801086011 .25 ****541.25
HUBSCHMAN, CONNIE	50 DOLPHIN LANE	NAPLES FL	the second second of the second
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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. 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 eath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to exocute this report as rod by chapter 620, Florida Statutes.

SIGNATURE .

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Typed or Printed Name of General Partner Signing Form ALBERT HUBSCHMAN

941-774-7559 Daytime Telephone Number