

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

*file*

LIMITED PARTNERSHIP ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Bandra Northam</b> Secretary of State DIVISION OF CORPORATIONS
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
  
**97 APR 23 AM 8:23**

<b>1. Name of Limited Partnership</b>  M.L. HOLDINGS, LTD.	<b>1a. DOCUMENT #</b> <b>A27528</b>
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<b>Mailing Address</b> P.O. BOX 1219 4400 MARSH LANDING BLVD. PONTE VEDRA BEACH FL 32004	<b>Principal Office Address</b> P.O. BOX 1219 4400 MARSH LANDING BLVD. PONTE VEDRA BEACH FL 32004
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<b>3. Date Formed or Registered</b> 12/13/1988	<b>5a. Capital Contributions as Shown on record.</b> \$2,000.00
<b>3a. Date of Last Report</b> 04/12/1996	<b>5b. Amount of Capital Contributions in FLORIDA to date.</b>
<b>4. State or Country of Formation</b> FL	
<b>6. FEI Number</b> 59-2936644	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
<b>7. Certificate of Status Desired</b>	<input type="checkbox"/> \$8.75 Additional Fee Required
<b>8. Make check payable to: Dept. of State (See reverse side for fee information)</b>	

<b>2. Mailing Address</b> P.O. Box 1219	<b>2a. Principal Office Address</b> 1548 THE GREENS WAY
Suite, Apt. #, etc.	Suite, Apt. #, etc. SUITE 4
City & State PONTE VEDRA BEACH	City & State JACKSONVILLE BEACH
Zip 32004	Zip 32250
Country St. Johns	Country Duval

<b>9. Name and Address of Current Registered Agent</b>  DUSS, JOHN S., IV 1600 FIRST UNION BUILDING 200 WEST FORSYTH STREET JACKSONVILLE FL 32202
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<b>10. If changed, new Registered Agent/Office</b>  Name STEPHEN D. MELCHING Street Address (P.O. Box Number is Not Acceptable) 1548 THE GREENS WAY Suite, Apt. #, etc. City JACKSONVILLE BEACH Zip Code FL 32250
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**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) Stephen D. Melching DATE 4-10-97

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

<b>11. Name(s) of General Partner(s)</b> FLETCHER COMMUNITIES, INC	<b>11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)</b> 4400 MARSH LANDING BL	<b>11b. City, State &amp; Zip Code</b> PONTE VEDRA BEACH FL	<b>11c. Registration/Document Number</b> H07051 8:00002154028--3 -04/24/97--01098--006 *****103.75 *****103.75 OR 4-23 8:00002154028--3 -04/24/97--01098--007 *****52.50 *****52.50
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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 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 Jerome S. Fletcher DATE 1-27-97  
 Typed or Printed Name of General Partner Signing Form Jerome S. Fletcher Daytime Telephone Number 904-285-6921

CR2E003 (6/96)