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

LIMITED PARTNERSHIP ANNUAL REPORT **1997**



FLORIDA DEPARTMENT OF STATE

Sandra Mortham

Secretary of State
DIVISION OF CORPORATIONS

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1. Name of Limited Partnership 1a. DOC A27864 SOUTH ATLANTIC VENTURE FUND II, LIMITED IIP		JMENT # PARTNERS				
Mailing Address 614 WEST BAY SUITE 200 TAMPA FL 33600		Principal Office Address 614 WEST BAY STREET SUITE 200 TAMPA FL 33606-2704	614 WEST BAY STREET SUITE 200		 Date Formed or Registered 02/03/1989 Date of Last Report 12/26/1995 State or Country of Formation 	\$39,750,000.00 5b. Amount of Capital Contributions in FLORIDA
2. Mailing Add	iress	2a. Principal Office Addres			DE DE	
Suite, Apt. #, etc	i.	Suite, Apt. #, etc.			6. FEI Number 59-2920928	Applied For Not Applicable
City & State		City & State		-	7. Certificate of Status Desired	
Zip	Country	Zip	Country			\$8.75 Additional Fee Required State (See reverse side for fee information)
. .	9. Name and Address of Co	urrent Registered Agent			10. If changed, new Registere	d Agent/Office
BURTON, DONALD W. 3603 BAYSHORE BLVD. TAMPA FL 33629		Name				
		Street Address (P.O. Box Number Is Not Acceptable)				
		Suite, Apt. #, etc.				
			City			FL Zip Code
for the pur agent. I ar SiGNATURE (Regis	rpose of changing its registered off m familiar with, and accept the obli- stered Agent Accepting Appointme	151 and 620 192. Florida Statutes, the above ice or registered agent, or both, in the State gations of section 620 192, Florida Statutes. INTIS A CORPORATION UST BE REGISTERED	of Florida Such char	PARTI	vized by its general partner(s). I her DATE VERSHIP OR OTHE	eby accept the appointment of registered
11. Name(s	s) of General Partner(s)	11a. (Do NOT Use Post Of		11b.	City, State & Zip Code	11c. Registration/
	· <u>-</u>					

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					
SOUTH ATLANTIC VENTURE PARNE & JL	614 W BAY STREET #200	TAMPA FL	A27865					
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		700002	D852471,					
		-12/20.	746-401075-009 78.25 ****576.25					
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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 eport as required by chapter 620, Florida Statutes

SIGNATURE -

Typed or Printed Name of General Partner Signing Form __

DONALD W. BURTON

Daytime Telephone Number _ ____

DATE 12-796 813-253-2500

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CR2E003 (6/96)