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

LIMITED PARTNERSHIP ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCLIMENT #

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

97 DEC 30 AM 9: 22

Name of Limited Partnership	A27864				
SOUTH ATLANTIC VENTURE	FUND II, LIMITED PA	ARTNERS			
Mailing Address	Principal Office Address		3, Date Formed or Registered	5a. Capital Contributions as Shown on record.	
614 WEST BAY STREET	614 WEST BAY STREET SUITE 200 TAMPA FL 33606-2704		02/03/1989	\$39,750,000.00	
SUITE 200			38. Dale of Last Report		
TAMPA FL 33806-2704			12/17/1996	5b. Amount of Capital Contributions in FLORIDA	
2. Mailing Address	2a. Principal Office Address		4. State or Country of Formation DE	to date:	
Suite, Apt. #, etc.	Suite, Apt. #, etc. City & State		6. FEI Number	Applied For Not Applicable	
City & State			59-2920928		
*			7. Certificate of Status Desired		
Zip Country	7 (p	Country	8. Make check payable to: Dept.		
3603 BAYSHORE BLVD. TAMPA FL 33629		Suite, Apt #, etc. City FL Zip Code			
10a. Pursuant to the provisions of sections 620.1051 art for the purpose of changing its registered office of agent. I am familiar with, and accept the obligation SIGNATURE (Registered Agent Accepting Appointment) A GENERAL PARTNER THAT MUS	registered agent, or both, in the State of is of section 620.192, Florida Statutes	Florida, Such chang	e was authorized by its general partner(s). The	ereby accept the appointment of registere	
11. Name(s) of General Partner(s)	11a. Address of Each Ger		11b. City, State & Zip Code	11c. Registration/ Document Number	
SOUTH ATLANTIC VENTURE PARNE	614 W BAY STREET #200		TAMPA FL	A27865	
			<i>-</i> 01/1!	24 022 1 4 5 0 5/9801106003 541,25 ****541,25	

General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner. Note

ld pereby 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 Opporations 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.

SIGNATURE -

DATE: 12-8-97

Daytime Telephone Number 8/3-253-2500