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

1. Name of Limited Partnership

DOCUMENT#

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SOUTH ATLANTIC VENTURE PARTNERS II, LIMI'NERSHIP			TED PART			
Mailing Address 614 WEST BAY STREET SUITE 200 TAMPA FL 33606-2704 2. Mailing Address		Principal Office Address 614 WEST BAY STREET SUITE 200 TAMPA FL 33606-2704 28. Principal Office Address		3. Date Formed or Registered 02/03/1989	5a. Capital Contributions as Shown on record	
				3a. Date of Last Report 12/26/1995	5b. Amount of Capital Contributions in FLORIDA	
				4. State or Country of Formation DE		
Suite, Apt. #, et	C.	Suite, Apt. #, etc. City & State		6. FEI Number 65-0112651	Applied For Not Applicable	
Zip	Country	Zip	Country	7. Certificate of Status Desired	\$8.75 Additional Fee Required	
	Country			8. Make check payable to Dept of	of State (See reverse side for fee information)	
-	Q Name and Address of (Current Registered Agent		10. If changed, new Registere	ed Agent/Office	
9. Name and Address of Current Registered Agent BURTON, DONALD W.			Name			
	SHORE BLVD.		Street Address I	(P.O. Box Number Is Not Acceptable)		
tampa fl	. 33629		Suite, Apt #, etc			
			City		FL Zip Code	
for the p	urpose of changing its registered o		e of Florida. Such change v	ip organized or registered under the laws of t was authorized by its general partner(s). I her		

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.

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			
BURTON, DONALD W	3603 BAYSHORE BOULEVA	TAMPA FL 33629				
BARBER, SANDRA P	614 WEST BAY STREET	TAMPA FL 33606				
MILLER, W. SCOTT	2514 SUNSET DRIVE	2514 SUNSET DRIVE TAMPA FL 33629				

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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 filling 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 -

Typed or Printed Name of General Partner Signing Form

DONALD W. BURTON

Daytime Telephone Number 813-253-2500

DATE 11-13-96