

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

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED PARTNERSHIP ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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1. Name of Limited Partnership THE BJF GROUP, LTD.	1a. DOCUMENT # A28581 98-AB CM
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Mailing Address 961 PARK AVENUE GLENCOE IL 60022-	Principal Office Address 361 PARK AVENUE GLENCOE IL 60022	3. Date Formed or Registered 06/29/1989	5a. Capital Contributions as Shown on record. \$2,205,000.00
2. Mailing Address 2734 Rhone Drive Suite, Apt. #, etc.	2a. Principal Office Address Suite, Apt. #, etc.	3a. Date of Last Report 12/26/1996	5b. Amount of Capital Contributions in FLORIDA to date: \$1,000,000
City & State Palm Beach Gardens, FL	City & State	4. State or Country of Formation IL	6. FEI Number 36-3307366 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip 33410 Country Palm Beach	Zip Country	7. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	8. Make check payable to: Dept. of State (See reverse side for fee information)

9. Name and Address of Current Registered Agent BURT, FRANK G. % JORDEN, BURT, BERENS & KUNDEN SMITH 777 BRICKELL AVE. MIAMI FL 33131-2801	10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code
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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) _____ DATE _____


**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) BJF DEVELOPMENT, INC. BRUCE J. FREY	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 361 PARK AVE. 361 PARK AVE. 2734 Rhone Drive	11b. City, State & Zip Code GLENCOE IL 60022 -GLENCOE IL 60022- Palm Beach Gardens, FL 33410 300002481213--0 -04/07/98--01059--001 ****541.25 ****541.25	11c. Registration/ Document Number 845005
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CR2E003 (6/97)

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  DATE **3/30/98**
Typed or Printed Name of General Partner Signing Form **Bruce J. Frey** Daytime Telephone Number **561-659-5844**