

**FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

LIMITED PARTNERSHIP ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
---	---	---

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC 29 AM 8:50

umh
1/13



1. Name of Limited Partnership	1a. DOCUMENT # A28621
AMERICAN EQUITIES LTD. NO 1	

Mailing Address 2300 CORAL WAY SUITE 200, CANTELOP BLDG MIAMI FL 33145	Principal Office Address 2300 CORAL WAY SUITE 200, CANTELOP BLDG MIAMI FL 33145
2. Mailing Address 2300 CORAL WAY Suite, Apt. #, etc. SUITE 200, CANTELOP BLDG City & State MIAMI FLORIDA Zip Country 33145	2a. Principal Office Address 2300 CORAL WAY Suite, Apt. #, etc. SUITE 200, CANTELOP BLDG City & State MIAMI FLORIDA Zip Country 33145

3. Date Formed or Registered 07/10/1989	5a. Capital Contributions as Shown on record. \$495,000.00
3a. Date of Last Report 12/30/1997	5b. Amount of Capital Contributions in FLORIDA to date: \$495,000.00
4. State or Country of Formation FL	6. FEI Number 65-0517705 <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
7. Certificate of Status Desired <input checked="" 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

AMADA CANTERA LOPEZ
FLORIDA ANNUAL REPORT SERVICES, INC.
2300 CORAL WAY, CANTELOP BLDG., STE. 200
MIAMI FL 33145

10. If changed, new Registered Agent/Office

Name
FLORIDA ANNUAL REPORT SERVICES INC.

Street Address (P.O. Box Number Is Not Acceptable)
2300 CORAL WAY

Suite, Apt. #, etc.
SUITE 200, CANTELOP BLDG

City
MIAMI

Zip Code
FL 33145

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 626.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) *[Signature]* DATE *Dec 28/98*

**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)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
ALLCONCEPT, INC.	2300 CORAL WAY, CANTE 2300 CORAL WAY, CANTELOP	MIAMI FL 33145 BLDG	M97775 400002742154--0 -01/14/99--01095--007 *****8.75 *****8.75
			400002742154--0 -01/14/99--01095--008 *****526.25 *****526.25

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 *[Signature]* DATE *12-22-98*

Typed or Printed Name of General Partner Signing Form AMADA LOPEZ-CANTERA.VP Daytime Telephone Number 305-854-1040