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

LIMITED PARTNERSHIP ANNUAL REPORT 1998

GATEWAY TAX CREDIT FUND II LTD.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

DOCUMENT# A28882

970EC-5 PH 2:23



				901218		
Malling Address	Principal Office Address		3.	Date Formed or Registered	5a. Capital Contributions as Shown on record	
P.O. BOX 12749	P.O. BOX 12749			09/12/1989	\$40,000,000.00	
ST. PETERSBURG FL 33733-2749	ERSBURG FL 33733-2749 ST. PETERSBURG FL 33733-2749		3	3. Date of Last Report		
				01/08/1997	5b. Amount of Capital Contributions in FLORIDA	
2. Malling Address	2a. Principal Office Address			State or Country of Formation	to date: \$37,228,000.00	
Sulte, Apt. #, etc.	Suite, Apt. #, etc.			, FEI Number	Applied For	
City & State	City & State	City & State		65-0142704	Not Applicable	
Zip Country	7in	Zip Country		7. Certificate of Status Desired \$8.75 Additional Fee Required		
Zip Country	240	Ziji		8. Make check payable to: Dept. of State (Sec reverse side for tee information)		
9. Name and Address of Current Registered Agent			10, If changed, now Registered Agent/Office			
			Name			
RAYMOND JAMES TAX CREDIT FUNDS, INC. 880 CARILLON PARKWAY			Street Address (P.O. Box Number Is Not Acceptable)			
ST. PETERSBURG FL 33716		Suite, Apt. #, etc.				
		City FL Zip Code				
10a. Pursuant to the provisions of sections 620 1051 for the purpose of changing its registered office agent. I am familiar with, and accept the obligat SIGNATURE (Registered Agent Accepting Appointment)	or registered agent, or both, in the State of F ions of section 620 192, Florida Statutes.	med limited partr florida. Such cha	iership organized nge was authoriz	or registered under the laws of the ed by its general partner(s). I here	e State of Florida, submits this statement oby accept the appointment of registered	
A GENERAL PARTNER THA MU	T IS A CORPORATION, ST BE REGISTERED AI	LIMITED ND ACTIV	PARTNE	RSHIP OR OTHE THIS OFFICE.	R BUSINESS ENTITY	
11. Name(s) of Goneral Partner(s)	11a. Address of Each Gene (Do NOT Use Post Office	oral Partner Box Numbers)	11b.	City, State & Zip Code	11c. Registration/ Document Number	
RAYMOND JAMES TAX CREDIT FUN	880 CARILLON PARKWAY		ST. PETERSBURG FL		J96725	
RAYMOND JAMES PARTNERS	880 CARILLON PARKWAY		ST. PETERSBUTG FL		J96712	
				0000023 -12/10/ ****54	3687106 9701108004 1.25 ****541.25	
Note: General partners MAY NO	OT be changed on this for	m: an am	endment :	must be filed to cha	nge a general partner	

12. I do hereby certify that the information supplied with this filing is poluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Fiorida Statutes. I release the D-vision of Corporations from any liability of non-compliance with Section 19.07(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 will have the same logal effects as fill made under earth. I further certify that I am a General Partner of the limited partnership, receiver or trustee 12/1/97

SIGNATURE M

Ronald M.

President,

Daytime Telephone Number

813-573-3800