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

1. Name of Limited Partnership

1a. DOCUMENT # A29725

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

98 DEC -3 AM IO: 06

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SOUTH BAY CLUB, LTD.						
Mailing Address Principal Office Address 2601 BISCAYNE BLVD. MIAMI FL 33137 MIAMI FL 33137		2601 BISCAYNE BLVD.		02/28/1990 3a. Date of Last Report	5a. Capital Contributions as Shown on record. \$270,000.00	
			5b. Amount of Capital Contributions in FLORIDA to date:			
2. Mailing Add		2a. Principal Office Add	ress	FL		
Suite, Apt. #, etc	с.	Suite, Apt. #, etc.		6. FEI Number 65-0179741	Applied For Not Applicable	
City & State		City & State		7. Certifficate of Status Desired	\$8.75 Additional	
Zip	Country	Zip	Country	8. Make check payable to: Dept. of	Fee Required State (See reverse side for fee information)	
9. Name and Address of Current Registered Agent				10. If changed, new Registered Agent/Office		
THE SOUTH BAY CLUB, INC.			Name Street Address	Name Street Address (P.O. Box Number Is Not Acceptable)		
2601 BISCAYNE BLVD.			1			

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.

Suite, Apt. #, etc.

SIGNATURE (Registered Agent Accepting Appointment)

MIAMI FL 33137

_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)	11a. (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Document Number
THE SOUTH BAY CLUB, INC.	2601 BISCAYNE BLVD.	MIAMI FL	L50917
		-12/09	7073327 /9801068001 26.25 ****526.25

Mote: 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 teach billects 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 applied as required by chapter 620, and statutes.

SIGNATURE

Typed or Printed Name of General Partner Signing Form

Daytime Telephone Number_

CR2E003 (8/98)