FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1997

Typed or Printed Name of General Partner Signing Form



FLORIDA DEPARTMENT OF STATE

Sandra Mortham

Secretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

DOCUMENT # A29947

97 JAN 21 PM 2: 28



CNL INCOME & GROWTH FUND II, LTD.				
Mailing Address 400 EAST SOUTH STREET, SUITE 500 ORLANDO FL 32801	Principal Office Address 400 EAST SOUTH STREET. SUITE 500 ORLANDO FL 32801	3. Date Formed or Register 04/20/1990 38. Date of Last Report 01/16/1996	\$20,000,000.00 \$20,000,000.00	
2. Mailing Address	2a. Principal Office Address	4. State or Country of Forms	\$20,000,000.00	
Suite, Apt. #, etc.	Suite, Apt. #, etc.	6. FEI Number 59-3005760	Applied For Not Applicable	
City & State Zip Country	City & State		Fee Required	
		8. Make check payable to:	Dept. of State (See reverse side for fee information)	
9. Name and Address of Current Registered Agent		10. If changed, new Re	10. If changed, new Registered Agent/Office	
for the purpose of changing its registered of agent. I am familiar with, and accept the ob- SIGNATURE (Registered Agent Accepting Appointm A GENERAL PARTNER TH	HAT IS A CORPORATION, LIM	iuch change was authorized by its general partner(s). I hereby accept the appointment of registered DATE	
11. Name(s) of General Partner(s)	MUST BE REGISTERED AND A 11a. (Do NOT Use Post Office Box Nur		11c. Registration/	
CNL GROWTH CORP.	400 E. SOUTH ST, #500	ORLANDO FL	K64448	
12. I do hereby certify that the information supplie	NOT be changed on this form; and add with this filing is voluntarily furnished and does not qualified the second that the information of the second that	lify for the exemption stated in Section 119.07(3)(k)	, Florida Statutes. I release the Division of	
	nce with Section 119.07(3)(k) in the event that the informa at my signature shall have the same legal effects as if mar if by chapter 620, Florida Statutes.			

ROBERT A. BOURNE

Daytime Telephone Number 407/422-1574