WILL BE SUBJECT TO REVOC					
LIMITED PARTNERSHIP ANNUAL REPORT 1999	FLORIDA DEPART Sandra B. Secretary DIVISION OF CO	<b>Mortham</b> of State	SECRETARY OF S DIVISION OF CORPOR		
1. Name of Limited Partnership	1a. DOCUMENT # A30088		98 DEC 14 PM 12: 06		
/ESTCOR-BAY POINTE PARTNERS, LTD.					
Mailing Address	Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record.	7
3030 HARTLEY ROAD SUITE 100 JACKSONVILLE FL 32257	3030 HARTLEY ROAD SUITE 100 JACKSONVILLE FL 32257		05/14/1990 3a. Date of Last Report	\$1,000.00	
2. Mailing Address	2a. Principal Office Address		11/24/1997  4. State or Country of Formation  FL	5b. Amount of Capital Contributions in FLORIDA to date: \$1,000.00	
Suite, Apt. #, etc.	Suite, Apt. #, etc.		6. FEI Number 59-3007902	Applied For Not Applicable	1
City & State	City & State		7. Certificate of Status Desired	\$8.75 Additional Fee Required	7
Zip Country	Zip	Country	8. Make check payable to: Dept. of St	Fee Required late (See reverse side for fee information)	
9. Name and Address of Current Re	gistered Agent		10. If changed, new Registered	Agent/Office	_
FARRELL, MARK T		Name			
3030 HARTLEY ROAD	AD		dress (P.O. Box Number Is Not Acceptable)		
SUITE 100	Suite, Apt. #, etc.				
JACKSONVILLE FL 32257		City		FL Zip Code	1
10a. Pursuant to the provisions of sections 620.1051 and 62 for the purpose of changing its registered office or registered agent. I am familiar with, and accept the obligations of	stered agent, or both, in the State of Florid				
SIGNATURE (Registered Agent Accepting Appointment)			DATE		
A GENERAL PARTNER THAT IS MUST	A CORPORATION, L BE REGISTERED AND	MITED PAR	TNERSHIP OR OTHER	R BUSINESS ENTITY	
11. Name(s) of General Partner(s)	11a. Address of Each General	Partner 11b.	City, State & Zip Code	11c. Registration/ Document Number	]
VESTCOR FINANCIAL ASSOCIATES	3030 HARTLEY RD #100	1	CKSONVILLE FL 32257	L73723	CR2E003 (8/98)
				198827 38-01036024 1.25 ****141.25	CR2E00

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 MC 77	
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DATE December 11,

Daytima Telephone Number\_ (904)260-3030 Mark T. Farrell Typed or Printed Name of General Partner Signing Form