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

LIMITED PARTNERSHIP ANNUAL REPORT

SIGNATURE

Typed or Printed Name of General Partner Signing Form



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

SECRETARY OF STATE DIVISION OF CORPORATIONS
98 DFC 22 DV 2

1999	DIVISION OF CO	ORPORATIONS	98 050 00	- OKAHUNS
1. Name of Limited Partnership	1a. DOCUMENT # A30317		98 DEC 22	PH 3: 08
LAUREL HILLS VILLAS II, LTD.				
Mailing Address	Principal Office Address	Principal Office Address		5a. Capital Contributions as Shown on record.
7010 BALBOA DRIVE ORLANDO FL 32818	7010 BALBOA DRIVE ORLANDO FL 32818		06/29/1990 3a. Date of Last Report 11/20/1997	\$848,538.00
2. Mailing Address	2a. Principal Office Address		4. State or Country of Formation	5b. Amount of Capital Contributions in FLORIDA to date:
Suite, Apt. #, etc.	Suite, Apt. #, etc.		6. FEI Number	Applied For
City & State	City & State		59-3019353 7- Certificate of Status Desired	Not Applicable
Zip Country	Zip	Country		\$8.75 Additional Fee Required tate (See reverse side for fee Information)
L			O. wake check payable to: Dept. of S	Male (See Tayorsa side for tea Intofffision)
9. Name and Address of Current Registered Agent 10. If changed, new Registered Agent/Office				Agent/Office
, INC. 7010 BALBOA DRIVE Sulte, Apt. #		Street Address (P.C. 2946. Sulte, Apt. #, etc.	etc.	
ORLANDO FL 32818	CORL		ND,	FL 32818
Pursuant to the provisions of sections 620.1951 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.				
SIGNATURE (Registered Agent Accepting Appointment) X Joseph Y. Wallace DATE 12-16-98				
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 x Numbers) 11b	City, State & Zip Code	11c. Registration/ Document Number
RETIRED EDUCATORS HOUSING OF	7010 BALBOA DRIVE	d	DRLANDO FL	744230 (8/88) KZE0003
			500002' -01/07 ****5	7326458 732-01008004 25.25 ****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. Flerida Statutes.				

Daytime Telephone Number_