

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

LIMITED PARTNERSHIP
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 DEC 26 AM 11:26



1. Name of Limited Partnership
1a. DOCUMENT #
A30357

MIDLAND PROPERTIES LIMITED PARTNERSHIP VIII

Mailing Address 601 CLEVELAND ST. SUITE 930 CLEARWATER FL 34615		Principal Office Address 601 CLEVELAND ST. SUITE 930 CLEARWATER FL 34615		3. Date Formed or Registered 07/03/1990	5a. Capital Contributions as Shown on record \$1,378,000.00
2. Mailing Address 33 North Garden Ave. Suite, Apt. #, etc. Suite 1200 City & State Zip Country		2a. Principal Office Address 33 North Garden Ave. Suite, Apt. #, etc. Suite 1200 City & State Zip Country		3a. Date of Last Report 01/02/1996	
				4. State or Country of Formation FL	5b. Amount of Capital Contributions in FLORIDA to date:
				6. FEI Number 59-3018125 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
				7. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
				8. Make check payable to: Dept. of State (See reverse side for fee information)	

9. Name and Address of Current Registered Agent MIDLAND FINANCIAL HOLDINGS, INC., 601 CLEVELAND STREET SUITE 930 CLEARWATER FL 34615		10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) 33 North Garden Ave. Suite, Apt. #, etc. Suite 1200 City FL Zip Code	
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.			
SIGNATURE (Registered Agent Accepting Appointment)		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. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
MIDLAND EQUITY CORP.	601 CLEVELAND ST. #93 33 North Garden Ave. Suite 1200	CLEARWATER FL	K22808
OK 1-3 300002047343--2 -01/07/97--01030--005 ***576.25 ***576.25			

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, Florida Statutes.

SIGNATURE DATE 12/19/96

Typed or Printed Name of General Partner Signing Form: **Ray F. Mathis** Daytime Telephone Number: **813-461-4801**

CR2E003 (6/96)