

FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

A 30764

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LIMITED PARTNERSHIP
ANNUAL REPORT
1997 - 1998

FLORIDA DEPARTMENT OF STATE
Sandra B. Latham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 28 AM 11:56

1. ARBOR VILLAGE LTD. d/b/a in Florida as Arbor Village Ltd. of Tallahassee		1a. DOCUMENT # A30764
Mailing Address 2750 Old St. Augustine Rd. Tallahassee, FL 32301	Principal Office Address same	3. Date Formed or Registered 10/31/1990
2. Mailing Address	2a. Principal Office Address	5a. Capital Contributions as Shown on record. \$760,000.00
Suite, Apt. #, etc.	Suite, Apt. #, etc.	3a. Date of Last Report 10/2/1995
City & State	City & State	4. State or Country of Formation FL AL
Zip	Country	6. FEI Number 63-1029313
		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		7. Certificate of Status Desired <input type="checkbox"/> \$8.75 Add-on Fee Required
		8. Make check payable to: Dept. of State (See reverse side for fee information)

9. Name and Address of Current Registered Agent Booth, Edgar 1425 East Piedmont Drive Suite 201 Tallahassee, FL 32312	10. If changed, new Registered Agent/Office Name: Street Address (P.O. Box Number) 300002548715--3 Suite, Apt. #, etc. 06/05/98-01055-007 ***1052.52 ***1052.52 City FL Zip Code
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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) Arbor Properties, Inc.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 2750 Old St. Augustine Rd.	11b. City, State & Zip Code Tallahassee, FL 32301	11c. Registration/Document Number P31581								
THIS ANNUAL REPORT FILING IS FOR THE YEARS 1997 AND 1998.											
<table border="1"> <tr> <td>AR - 875.00</td> <td>AR SUPP 177.50</td> <td colspan="2">5/28/98</td> </tr> <tr> <td colspan="2">\$1,052.50</td> <td colspan="2"></td> </tr> </table>				AR - 875.00	AR SUPP 177.50	5/28/98		\$1,052.50			
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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 in accordance with the Florida Statutes.

SIGNATURE By **William G. Thomas, Jr.** DATE **5/28/98**
Typed or Printed Name of General Partner Signing Form **William G. Thomas, Jr.** Daytime Telephone Number **850-656-7667**

CR2E003 (6/97)

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Arbor Properties, Inc.

2780 Old St. Augustine Rd. Tallahassee, FL 32301 Office: (904) 656-7887 Facsimile: (904) 656-7893

May 27, 1998

Ms. Tammy Cline
Dept. State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Fax # 850-487-6013

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RE: Arbor Village, Ltd. 1997-1998 Limited Partnership Annual Report
Document #A30764

Dear Ms. Cline:

Per our conversation this morning, this letter is to confirm that the annual report for the years above were never received by our office due to the address not being change in your records. I have attached our copy of the 1996 Limited Partnership Annual Report which will show where we made our corrections for the address change. As you stated early, your records showed this also but it did not get inputted into your computer records. We have written a check for both years in order to get Arbor Village, Ltd. up to date with your office. We thank you for your prompt attention to this matter and if there are any questions please do not hesitate to call.

Sincerely,



Brenda P. Dawkins
Office Manger

B/K

5/28/98