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

LIMITED PARTNERSHIP ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT #

FILED

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CEODETABY OF CTATE

November 25, 1998

(847) 432-3666

Daytime Telephone Number

A30938			TALLAHASSEE, FLORIDA		
WILLOUGHBY VENTURE LIMITE	D PARTNERSHIP			2.7	
Mailing Address	Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record.	
-4770 TREE-FERN DRIVE-	DELRAY BEACH FL 33445,0 PAY 1974 A SE 38446		12/17/1990		
DELRAY BEACH FL 33445			3a. Date of Last Report	\$1,000.00	
			12/04/1997	5b. Amount of Capital Contributions in FLORIDA	
2. Mailing Address 4182 Live Oak Blvd.	2a. Pringing 2fict/Velociak Blvd.		4. State or Country of Formation	to date: \$1,000.00	
			FL		
Suite, Apt. #, etc.	Suite, Apt. #, etc.		6. FEI Number 65-0235740	Applied For Not Applicable	
City & State	City & State		7. Certificate of Status Desired		
Zip Country	Zip Country			\$8.75 Additional Fee Required State (See reverse side for fee Information)	
			<u> </u>		
9. Name and Address of Current Registered Agent			10. If changed, леw Registered Agent/Office		
FELNER, JAY	1:41 KB	Name			
		Box Nuration Dak Blvd.			
		Suite, Apt, #, etc.			
		City		Zip Code	
				FL	
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		City, State & Zip Code	11c. Registration/ Document Number	
RUG PROPERTIES CORP	2 600 CENTRAL AVE., #36	5	HIGHLAND PARK IL: 6003 5 11114	CRZECIO3 (8/88)	
			000002 -12/18 ***49	7166503 E /9801098001 30.00 ****141.25	
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-coordinate 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 to 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 reported segment from public access. I further certify that I am a General Partner of the limited partnership, receiver or trustee					

RUG Properties Corp.

Typed or Printed Name of General Partner Signing Form By: Robert U. Goldman, Secretary