

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

LIMITED PARTNERSHIP
ANNUAL REPORT
1998



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

FILED

03 FEB 26 PM 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



1. Name of Limited Partnership

1a. DOCUMENT #
A31400

DILLINGHAM HOLDINGS, LTD.

Mailing Address

701 BRICKELL AVE
SUITE 850
MIAMI FL 33131

Principal Office Address

701 BRICKELL AVE
SUITE 850
MIAMI FL 33131

3. Date Formed or Registered

04/08/1991

3a. Date of Last Report

03/05/1997

4. State or Country of Formation

FL

5a. Capital Contributions as Shown on record.

\$10,000.00

5b. Amount of Capital Contributions in FLORIDA to date:

2. Mailing Address

Suite, Apt. #, etc.

City & State

Zip

Country

2a. Principal Office Address

Suite, Apt. #, etc.

City & State

Zip

Country

6. FEI Number

65-0256968

Applied For
 Not Applicable

7. Certificate of Status Desired

\$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

HUDSON, ROBERT F., JR.
C/O BAKER & MCKENZIE
701 BRICKELL AVENUE, SUITE 1800
MIAMI, FL FL 33131

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

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)

DILLINGHAM HOLDINGS, INC
DILL. HLDGS. LTD. (BVI)

11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)

701 BRICKELL AVE., SU
4 COLUMBUS CENTRE

11b. City, State & Zip Code

MIAMI FL 33131
ROADTWN,TORTOLLA,BVI

11c. Registration/Document Number

S43717
F83000001897

700002447577--7
-03/05/98--01004--016
***2420.00 ***173.75

dec

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

Typed or Printed Name of General Partner Signing Form

John S. Sullivan, Secretary of

Daytime Telephone Number

DATE February 16, 1998

(305)381-8340

CR2E003 (6/97)