



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 SECRETARY OF STATE DIVISION OF CORPORATIONS 98 FEB 13 AM 10:00	
1. Name of Limited Partnership		1a. DOCUMENT # A33521			
HEATHERWOOD KISSIMMEE, LTD.					
Mailing Address PO BOX 369 BONITA SPRINGS FL 34133-0369		Principal Office Address 3575 BONITA BEACH RD BONITA SPRINGS FL 34134		3. Date Formed or Registered 10/02/1992	
				5a. Capital Contributions as Shown on record. \$99.00 \$350,000.00 350,000.00	
				3a. Date of Last Report 01/02/1997	
				5b. Amount of Capital Contributions in FLORIDA to date:	
2. Mailing Address 7826 Cooper Road Suite, Apt. #, etc.		2a. Principal Office Address 7826 Cooper Road Suite, Apt. #, etc.		4. State or Country of Formation FL	
City & State Cincinnati, Ohio		City & State Cincinnati, Ohio		6. FEI Number 59-3124614	
Zip 45242		Country USA		<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				10. If changed, new Registered Agent/Office	
ERDMAN, GREG 3575 BONITA BEACH RD. BONITA SPRINGS FL 33923				Name GK-RA Corp.	
				Street Address (P.O. Box Number Is Not Acceptable) 1428 Brickell Avenue	
				Suite, Apt. #, etc. 6th Floor	
				City Miami	
				Zip Code FL 33131	
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 2/10/98					
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 (Do NOT Use Post Office Box Numbers)		11b. City, State & Zip Code	
OL PROPERTIES, INC. Baron Capital XLV, Inc.		8575 BONITA BEACH RD. 7826 Cooper Road		BONITA SPRINGS FL 341 Cincinnati, OH 45242	
				11c. Registration/Document Number P97000028614	
				300002435633--6 -02/19/98--01095--002 ****541.25 ****541.25	
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 12-16-97					
Typed or Printed Name of General Partner Signing Form Gregory K. McGrath Daytime Telephone Number 513 984 5001					

CR2E003 (6/97)