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

1. Name of Limited Partnership

a. DOCUMENT # A93000000074

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

98 OCT 30 AMII: 39

WALDEN POND, LTD.							
Mailing Address 1301 SW 10TH AVE DELRAY BCH FL 33444	Principal Office Address 1301 SW 10TH AVE DELRAY BCH FL 33444			3. Date Formed or Registered 01/04/1993 3a. Date of Last Report	5a. Capital Contributions as Shown on record. \$9,665,115.00		
2. Mailing Address	2a. Principal Office Address			12/30/1997 4. State or Country of Formation FL	5b. Amount of Capital Contributions in FLORIDA to date:		
Suite, Apt. #, etc. City & State	Suite, Apt. #, etc. City & State		6. FEI Number 65-0378480	Applied For Not Applicable			
Zip Country	Zip	Country			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			10. If changed, new Registered Agent/Office				
499 BUYNTUN BAY CHCLE		Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc.					
			. 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	
WALDEN POND DEVELOPMENT, L.C	499 BOYNTON BAY CIRCL		BOYNTON BEACH FL 3343		L9500000204 88 79988—4 88 8-01034-019		
				8000026 -11/04/9 ****52	#3V1L 6.25	####\$26.25	
Note: General partners MAY NOT b	e changed on this form	: an ame	endmer	nt must be filed to cha	nge a ge	eneral 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.