FILE ON OR BEFORE DECEMBER 31. 1998 OR LIMITED PARTNERSHIP

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

LIMITED PARTNERSHIP ANNUAL REPORT 1999

THE CAPRICORN GROUP, LTD.

Country



Zip

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

Zip

na. DOCUMENT # A93000000102 FILLO SECRETARY OF STATE DIVISION OF CORPORATIONS

98 SEP 16 AM 8: 57

8. Make check payable to: Dept. of State (See reverse side for fee information)

\$8.75 Additional Fee Required

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902 CLINT MOORE ROAD SUITE 142 S	Principal Office Address 902 CLINT MOORE ROAD SUITE 142 BOCA RATON FL 33487	3. Date Formed or Registered 01/13/1993 3a. Dete of Last Report 09/19/1997 4. State or Country of Formation	5a. Capital Contributions as Shown on record. \$100.00 5b. Amount of Capital Contributions in FLORIDA to date:	
2. Malling Address	28. Principal Office Address	FL		
Sulte, Apt. #, etc.	Suite, Apt. #, etc.	6, FEI Number 65-0432980	Applied For Not Applicable	
City & State	City & State		Trot Applicable	

9. Name and Address of Current Registered Agent	10. If changed, new Registered Agent/Office		
PESCE, FRANK 902 CLINT MOORE ROAD SUITE 142	Name Street Address (P.O. Box Number		
BOCA RATON FL 33487	City FL ZipCody		

Country

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)

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__ DATE

7. Certificate of Status Desired

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)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
PESCE, FRANK SR	902 CLINTMOORE RD., #	BOCA RATON FL 33487	
PESCE, FLORENCE	902 CLINTMOORE RD., #	BOCA RATON FL 33487	
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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 pertify that the Information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k). Fiorida 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 520, Fiorida Statutes.

SIGNATURE A Server	5p	DATEC	114198
Typed or Printed Name of General Partner Signing Form Frank Pesce	G.P. Dayt	Ime Telephone Number 56/	947-0400

CKZE003 (8/98)