

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

97 OCT -6 AM 11:11

1. Name of Limited Partnership

1a. DOCUMENT #
A93000000938

125 WORTH AVENUE LIMITED PARTNERSHIP



Mailing Address

% 400 ROYAL PALM WAY LIMITED PARTNERSHIP
400 ROYAL PALM WAY, SUITE 206
PALM BEACH FL 33480

Principal Office Address

% 400 ROYAL PALM WAY LIMITED PARTNERSHIP
400 ROYAL PALM WAY, SUITE 206
PALM BEACH FL 33480

3. Date Formed or Registered

09/15/1993

5a. Capital Contributions as Shown on record.

\$8,592,502.00

3a. Date of Last Report

10/15/1996

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

\$8,332,502.00

4. State or Country of Formation

FL

6. FEI Number

65-0436711

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

KIPP, ERNST-LUDWIG
% 400 ROYAL PALM WAY LIMITED PARTNERSHIP
400 ROYAL PALM WAY, SUITE 206
PALM BEACH FL 33480

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)

125 WORTH AVENUE, INC.

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

% 400 ROYAL PALM WAY,

11b. City, State & Zip Code

PALM BEACH FL 33480

11c. Registration/Document Number

P93000030571

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KWM

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), Florida Statutes, if the information is determined to be exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall be in full and true and 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

By

ERNST - LUDWIG KIPP,

DATE

10/1/97

Typed or Printed Name of General Partner Signing Form

Daytime Telephone Number

561-655-3466

CR2E003 (6/97)