

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

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED PARTNERSHIP ANNUAL REPORT 1998	 <p>FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS</p>
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1. Name of Limited Partnership COMMANDER PLACE HOUSING, LTD.	1a. DOCUMENT # A94000000431
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Mailing Address 2200 LUCIEN WAY, SUITE 450 MAITLAND FL 32751	Principal Office Address 2200 LUCIEN WAY, SUITE 450 MAITLAND FL 32751
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3. Date Formed or Registered 03/31/1994	5a. Capital Contributions as Shown on record. \$1,493,600.00
3a. Date of Last Report 12/23/1996	5b. Amount of Capital Contributions in FLORIDA to date 7,270,173
4. State or Country of Formation FL	6. FEI Number 59-3232969
7. Certificate of Status Desired	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
8. Make check payable to: Dept. of State (See reverse side for fee information)	

2. Mailing Address 210 Broad and Cassel P.O. Box 4961 Orlando, FL 32802-4961 USA	2a. Principal Office Address 1551 Sandspur Rd. Orlando, FL 32751
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9. Name and Address of Current Registered Agent B&C CORPORATE SERVICES OF CENTRAL FLA., INC 2200 LUCIEN WAY, SUITE 450 MAITLAND FL 32751	10. If changed, now Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code
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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

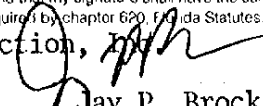
A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name(s) of General Partner(s) CED CAPITAL HOLDINGS III, LT	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 2200 LUCIEN WAY, SUIT	11b. City, State & Zip Code MAITLAND FL 32751	11c. Registration/Document Number A93000000229
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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 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 **Jay P. Brock, Vice President**

DATE **12/8/97**
407/660-1110

Daytime Telephone Number

CR2E003 (6/97)