

**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
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC -4 AM 10:58 #12/5



1. Name of Limited Partnership PB SURF, LTD.	1a. DOCUMENT # A94000000678
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Mailing Address P.O. BOX 940 GULF BREEZE FL 32562	Principal Office Address 316 S. BAYLEN STE. 580 PENSACOLA FL 32501	3. Date Formed or Registered 05/19/1994	5a. Capital Contributions as Shown on record. \$2,500,000.00
		3a. Date of Last Report 01/29/1997	5b. Amount of Capital Contributions in FLORIDA to date. 2,500,000
		4. State or Country of Formation FL	
2. Mailing Address Suite, Apt. #, etc. City & State Zip Country	2a. Principal Office Address 401 E. Chase St. Suite 105 Pensacola FL 32501	6. FEI Number 59-3243261	<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 BRANNEN, DAVID A 316 S. BAYLEN ST. STE. 580 PENSACOLA FL 32501	10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) 401 E. Chase St. Suite, Apt. #, etc. Suite 105 City Pensacola FL Zip Code 32501
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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) LEATHERWOOD PROPERTIES, INC. ALLEN LEVIN PROPERTIES, INC. Brannen Investments, Inc. BRANNEN HOLDINGS, INC.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 316 S. BAYLEN STE. 580 401 E. Chase St Suite 105 316 S. BAYLEN ST., BO 401 E Chase St. Suite 105 316 S. BAYLEN ST., BO 401 E Chase Street Suite 105	11b. City, State & Zip Code PENSACOLA FL 32501 PENSACOLA FL 32501 PENSACOLA FL 32501	11c. Registration/Document Number P94000035755 P94000042415 P94000042413
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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

DATE

Typed or Printed Name of General Partner Signing Form

Daytime Telephone Number

David A. Brannen

12-2-97
 850 434-7700

CR2E003 (6/97)