

**FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

New Fee

LIMITED PARTNERSHIP ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra Mortham Secretary of State DIVISION OF CORPORATIONS
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**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS**

97 JAN 24 AM 11:26

1. Name of Limited Partnership WATERSIDE AT BAY BEACH, LTD.	1a. DOCUMENT # A94000001792
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2. Mailing Address 7401 ESTERO BOULEVARD FORT MYERS BEACH FL 33931	2a. Principal Office Address 7401 ESTERO BOULEVARD FORT MYERS BEACH FL 33931	3. Date Formed or Registered 12/21/1994	3a. Date of Last Report 01/02/1996	4. State or Country of Formation FL	5a. Capital Contributions as Shown on record. \$4,000,000.00
Suite, Apt #, etc. City & State Zip Country	Suite, Apt. #, etc. City & State Zip Country	6. FEI Number 65-0549226		<input type="checkbox"/> Applied For <input checked="" 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)					

01/27

9. Name and Address of Current Registered Agent THOMPSON, STEPHEN R 3033 RIVIERA DRIVE, SUITE 201 NAPLES FL 33940	10. If changed, new 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) *MM* DATE *1/3/97*

**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) WATERSIDE PARTNERS, A FLORIDA	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 7401 ESTERO BOULEVARD	11b. City, State & Zip Code FORT MYERS BEACH FL 3	11c. Registration/Document Number G94158000083
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CR2E003 (6/96)

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 *MM* DATE *1/3/97*
 Typed or Printed Name of General Partner Signing Form **STEVE Thompson** Daytime Telephone Number **941-765-6400**