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

LIMITED PARTNERSHIP ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

DOCUMENT#

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TRIVEST 1988 FUND MANAGERS, LTD.							
Mailing Address	Principal Office Address			3. Date Formed or Registered	5a. Capit	tal Contributions as	
2665 SOUTH BAYSHORE DRIVE. 8TH FLOOR 2665 SOUTH BAYSHORE DRIVE. 8TH FLOOR				05/01/1995 \$2,351,574,00			
MIAMI FL 33133	MIAMI FL 33133			3a. Date of Last Report			
				10/27/1997	5b. Amount of Capital Contributions in FLORIDA to date:		
2. Mailing Address	2a. Principal Office Address			4. State or Country of Formation	\$2,351,574		
Suite, Apt. #, etc.	Suite, Apt. #, etc.			6. FEI Number 65-0592151	Applied For		
City & State	City & State			7. Certificate of Status Desired		Not Applicable	
Zip Country	Zip Country					\$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				10. If changed, new Registered Agent/Office			
KLEIN, PETER W							
2665 SOUTH BAYSHORE DRIVE, 8TH FLOOR			ress (P.O. Box Number Is Not Acceptable)				
MIAMI FL 33133	Suite, Apt. #		#, etc.	stc.			
		City		<u> </u>	FL	Zip Code	
10a. Pursuant to the provisions of sections 520,1051 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)				THEREUD OR OTHER RUSINESS ENTITY			
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)	11a. Address of Each General (Do NOT Use Post Office Box	Partner	11b.	City, State & Zip Code	11c.	Registration/ Document Number	
TRIVEST GROUP, INC.	2665 SOUTH BAYSHORE D		MIAMI FL 33133		P17779		
			2000026920825 -11/19/3801097015 ****526.25 *****526.25				
						OV 1 7 1998	
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 objects 620, Florida Statutes.

SIGNATURE #