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

1a. DOCUMENT # A9500000999

SECRETARY OF STATE DIVISION OF CORPORATIONS

98 SEP 15 PH 12: 25

1301 RIVERPLACE BLVD. SUITE 1830 JACKSONVILLE FL 32209-9047 2. Melling Address 2a. Principal Office Address 2a. Principal Office Address 2bite, Apt. #, etc. City & State City & State City & State Country 2p Country To Country To Country To Pursuant to the provisions of sections 820-1051 and 820-192, Florids Statutes, the above-named limited partnership organized or registered under the laws of the State of Inchange and accept the objection 50-192, Florids Statutes, apent. Is agent. It amend with, and accept the objection 50-192, Florids Statutes. SIGNATURE (Registered Apont Accepting Appointment) 10. Name SIGNATURE (Registered Apont Accepting Appointment) A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS E MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. 11. Name(a) of General Partner(b) 1209/1997 4. State or Country of Formation 55. Amount of Capital Code in Fig. 65. \$5,300,000.00 \$5,30		A9000000	Jaga						
1301 RIVERPLACE BLVD. SUITE 1830 JACKSONVILLE FL 3229-9047 1209/1997 4. State or Country of Formation FL Zip Country Zip Country In High and Address of Current Registered Agent 10, If changed, new Registered Agent/Office 9, Name and Address of Current Registered Agent 10, If changed, new Registered Agent/Office 10, If changed, new Registered Agent/Office 10, If changed or registered under the laws of the State of Foode, submits his for the purpose of changing its registered of Sealured agent, or both, in the State of Foode, Such change was authorized by its general partner(s). I hereby accept the exponiment of expolitment of registered Agent Accepting the registered Agent (Registered Agent). I have state of Foode. Such change was authorized by its general partner(s). I hereby accept the exponiment of agent. I am familiar with an accept the chigations of section 520.192, Fioride Statutes. The above-named limited partnership organized or registered under the laws of the State of Foode, submits his for the purpose of changing its registered of Sea of Consolitor of Sea of Consolitors of Sea of Consolit	SAIL COVE APARTMENTS, L'	TD.							
1301 RIVERPLACE BLVD. SUITE 1830 JACKSONVILLE FL 32209-9047 2. Melling Address 2. Principal Office Address 2. Melling Address 3. Mele of Liest Report 1. Melling Address 4. State or Country of Formation FL 6. FEI Number 5. Per Number 5. Per Number 5. Melling Address of Status Desired 7. Certificate of Status Desired 8. Make oheck payable to: Dept. of State (See reverse side for fee 9. Name 1. Meme	Mailing Address	Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as				
28. Principal Office Address Suite, Apt. #, etc. Suite, Apt. #, etc. Suite, Apt. #, etc. City & State City & State City & State City & State Country Zip Country Zip Country Zip Country Zip Country To Certificate of Status Desired \$8. 75. Fee Ret 8, Make check payable to: Dept. of State (See revenue side for fee 9, Name and Address of Current Registered Agent JACQUOT, J W 1301 RIVERPLACE BLVD., SUITE 1830 JACKSONVILLE FL 32209-9047 To Pursuant to the provisions of sections \$20.1051 and \$20.192, Florida Statutes. the above-named limited partnership organized or registered under the leave of the state of Florida, summits his for the purpose of changing its registered diffice or registered agent, or both, in the State of Florida. Such change was suthorized by its general partner(s). I hereby accept the appointment of nagent. (am familiar with, and accept the obligations of section 620.192, Florida Statutes. SIGNATURE (Registered Agent Accepting Appointment) A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS E MUST BE REGISTERED AND A CTIVE WITH THIS OFFICE. 11. Name(g) of General Partner(s) 118. (Do NOT Use Post Office Box Numbers) 119. City, State & Zip Code 110. Registre Development GROUP, INC. 1301 RIVERPLACE BLVD. JACKSONVILLE FL 32209 H08353			1630	3a. Date of Lest Report 12/09/1997	\$5,300,000.00 5b. Amount of Capital Contributions in FLORIDA				
Suite, Apt. #, etc. Suite, Apt. #, etc. Suite, Apt. #, etc. Suite, Apt. #, etc.	2. Malling Address	2a. Principal Office Address			to da te:				
The Development Group, Inc. The Development Group	Suite, Apt. #, etc.	Suite, Apt. #, etc.		6. FEI Number	Applied For				
Zip Country Zip Country 8, Make check payable to: Dept. of State (See reverse side for fet 9. Name and Address of Current Registered Agent 10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number te Not Acceptable) Sulte, Apt. #, etc. — 09/16/98 — 01086 — 0; City *******535.****************************	City & State	City & State							
9. Name and Address of Current Registered Agent 10. If changed, new Registered Agent/Office Name Name Name Street Address (P.O. Box Number is Not Acceptable) Sulte, Apt. #, etc. -03/16/38 -01086-0. City ******\$35	Zip Country Zip		Country		\$8.75 Additional Fee Regulard				
JACQUOT, J W 1301 RIVERPLACE BLVD., SUITE 1830 JACKSONVILLE FL 32209-9047 Suite, Apt. #, etc. —03/16/38~-01086—0. City ****535.CIII **********************************									
JACOUOT, J W 1301 RIVERPLACE BLVD., SUITE 1830 JACKSONVILLE FL 32209-9047 Suite, Apt. #, etc. City ************************************				10. If changed, new Registered Agent/Office					
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 for the purpose of changing its registered agent, or both, in the State of Florida. Such change was suthorized by its general partner(s). I hereby accept the appointment of reagent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes. SIGNATURE (Registered Agent Accepting Appointment) A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS E MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. 11. Name(s) of General Partner(s) 11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) THE DEVELOPMENT GROUP, INC. 1301 RIVERPLACE BLVD. JACKSONVILLE FL 32209 H08353	1301 RIVERPLACE BLVD., SUITE 1830	<u>500002641605></u>							
for the purpose of changing its registered agent, or both, in the State of Florida. Such change was authorized by its general pertner(s). I hereby accept the appointment of regent. I am familiar with, and accept the obligations of section 620.182, Florida Statutes. SIGNATURE (Registered Agent Accepting Appointment) A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS E MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. 11. Name(s) of General Partner(s) 11a. Address of Each General Partner (b) 11a. Address of Each General Partner (c) NOT Use Post Office Box Numbers THE DEVELOPMENT GROUP, INC. 1301 RIVERPLACE BLVD. JACKSONVILLE FL 32209 H08353									
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. 11. Name(s) of General Partner(s) 11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 11b. City, State & Zip Code 11c. Registra Document I THE DEVELOPMENT GROUP, INC. 1301 RIVERPLACE BLVD. JACKSONVILLE FL 32209 H08353	for the purpose of changing its registered office of agent. I am familiar with, and accept the obligation SIGNATURE (Registered Agent Accepting Appointment)	r registered agent, or both, in the State of Flo ns of section 620.192, Florida Statutes.	rida. Such change was	suthorized by its general partner(s). I hereb	y accept the appointment of registered				
THE DEVELOPMENT GROUP, INC. 1301 RIVERPLACE BLVD. JACKSONVILLE FL 32209 H08353	MUS	ST BE REGISTERED AN	ID ACTIVE V	VITH THIS OFFICE.					
	11. Name(s) of General Partner(s)	11a. (Do NOT Use Post Office E	ox Numbers) 111	City, State & Zip Code	11c. Document Number				
JACKSONVILLE APARTMENTS CORP ONE CHASE MANHATTAN P NEW YORK NY 10005 F95000004764	THE DEVELOPMENT GROUP, INC.	1301 RIVERPLACE BLVD) .	JACKSONVILLE FL 32209	H08353				
	JACKSONVILLE APARTMENTS CORP	ONE CHASE MANHATTA	AN P	NEW YORK NY 10005	F95000004766				
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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 t am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620. Florida Statutes.

SIGNATURE

SIGNATURE Man		Vice	Pres		DATE	9/	8/9	&
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Typed or Printed Name of General Partner Signing Form	1000		soup,	Inc.	Daytime Telephone Number 2	04)	399	1500

CH2E003 (8/98)