


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

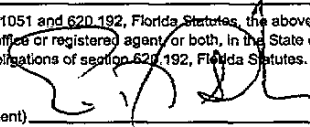
LIMITED PARTNERSHIP ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
1. Name of Limited Partnership BRENTWOOD FARMS LIMITED PARTNERSHIP		1a. DOCUMENT # A95000001353	
Mailing Address 2450 N. CITRUS HILLS BLVD. HERNANDO FL 34442	Principal Office Address 2450 N. CITRUS HILLS BLVD. HERNANDO FL 34442	3. Date Formed or Registered 09/12/1995	
2. Mailing Address	2a. Principal Office Address	3a. Date of Last Report 12/26/1997	
Suite, Apt. #, etc.	Suite, Apt. #, etc.	4. State or Country of Formation FL	
City & State	City & State	6. FEI Number 65-0605705	
Zip	Country	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)	

FILED

98 DEC 31 AM 9:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

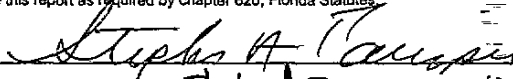


9. Name and Address of Current Registered Agent ABEL, ERIC D ESQ. 2450 N. CITRUS HILLS BLVD. HERNANDO FL 34442		10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) 2476 N. Essex Avenue Suite, Apt. #, etc. City Hernando, FL Zip Code 34442	
10a. Pursuant 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 12/23/98			
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) 486 PROPERTIES, INC.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 2450 N. CITRUS HILLS	11b. City, State & Zip Code HERNANDO FL 34442	11c. Registration/ Document Number V36387
8000002748238-1 -01/20/99-01088-004 ****526.25 ****526.25			

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 12/23/98

Typed or Printed Name of General Partner Signing Form

Stephen A. Tangen, Pres., 486 Properties, Inc.

Daytime Telephone Number

(352) 746-6060

CR2E003 (8/96)