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

LIMITED PARTNERSHIP ANNUAL REPORT 1999

CNL RETAIL INVESTORS II, LTD.

empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE.

Typed or Printed Name of General Partner Signing Form



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

1a. DOCUMENT # A95000001378

FILED

98 OCT 27 PM 1: 36

SECRETARY OF STATE TALLAHASSEE, FLORIDA



10/7/98

Daytime Telephone Number

(407) 650-1000

Mailing Address 400 EAST SOUTH STREET. SUITE 500 ORLANDO FL 32801 2. Mailing Address Suite, Apt. #, etc. City & State Zip Country	Principal Office Address 400 EAST SOUTH STREET, SUIT ORLANDO FL 32801 2a. Principal Office Address Suite, Apt. #, etc. City & State Zip	400 EAST SOUTH STREET. SUITE 500 ORLANDO FL 32801 2a. Principal Office Address Suite, Apt. #, etc. City & State		3. Date Formed or Registered 09/15/1995 3a. Date of Last Report 11/20/1997 4. State or Country of Formation FL 6. FEI Number 59-3351146 7. Certificate of Status Desired	5a. Capital Contributions as Shown on record. \$2,000,000.00 5b. Amount of Capital Contributions in FLORIDA to date: \$875,000.00 Applied For Not Applicable \$8.75 Additional Fee Required		
				8. Make check payable to: Dept. of S	State (See reve	rse side for fee information)	
9 Name and Address of Current Registered Agent			10. If changed, new Registered Agent/Office				
			Street Address (P.O. Box Number Is Not Acceptable) Suita, Apt. #, etc. City FL Zip Code ed limited partnership organized or registered under the laws of the State of Florida, submits this statement rida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered				
A GENERAL PARTNER TH		LIMITED	PART		R BUSII	VESS ENTITY	
	IUST BE REGISTERED AN	ID ACTIV					
11. Name(s) of General Partner(s)	11a. Address of Each Gener		11b.	City, State & Zip Code	11c.	Registration/ Document Number	
SENEFF, JAMES M JR. 400 EAST SOUTH STRE BOURNE, ROBERT A 400 EAST SOUTH STRE			ORLANDO FL 32801 ORLANDO FL 32801				
* ************************************				8000026 -11/02/9 ****\$20 AL	0CT 2	384 07007 ****526.25 7 1998	
Note: General partners MAY N	NOT be changed on this for	n; an ame	endmer	nt must be filed to cha	nge a ge	eneral 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

Robert A. Bourne

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