

**FILE ON OR BEFORE APRIL 8, 1998 TO AVOID
REVOCATION AND \$500 PENALTY FEE**

LIMITED PARTNERSHIP
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAR -9 AM 11:54

1. Name of Limited Partnership
1a. DOCUMENT #
A95000002010

BARRON COLLIER INVESTMENTS, LTD.



Mailing Address P.O. BOX 413038 NAPLES FL 34101		Principal Office Address 2600 GOLDEN GATE PARKWAY STE. 200 NAPLES FL 34105		3. Date Formed or Registered 12/22/1995	5a. Capital Contributions as Shown on record. \$14,170,800.00
2. Mailing Address		2a. Principal Office Address		3a. Date of Last Report 03/18/1997	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. State or Country of Formation FL	5b. Amount of Capital Contributions in FLORIDA to date: \$ 9,149,926
City & State		City & State		6. FEI Number 65-0630512	
Zip Country		Zip Country		7. Certificate of Status Desired	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
				8. Make check payable to: Dept. of State (See reverse side for fee information)	

9. Name and Address of Current Registered Agent COLLIER, BARRON III 2600 GOLDEN GATE PARKWAY SUITE 200 NAPLES FL 33942-3206	10. If changed, new Registered Agent/Office Name 500002455925--9 Street Address (P.O. Box Number is Not Acceptable) 63/12/98--01110--013 Suite, Apt. #, etc. *****526.25 *****526.25 City FL Zip Code 34105
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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) _____ DATE _____

**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 Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
COLLIER, BARRON III	2600 GOLDEN GATE PARK	NAPLES FL 33942	
WYNTON, HAROLD S TRUSTEE	2600 GOLDEN GATE PARK	NAPLES FL 33942	
SPROUL, KATHERINE G TRUSTEE	2600 GOLDEN GATE PARK	NAPLES FL 33942	
SPROUL, JULIET C TRUSTEE	2600 GOLDEN GATE PARK	NAPLES FL 33942	
COLLIER, MARGUERITE R	2600 GOLDEN GATE PARK	NAPLES FL 33942	
GABLE, LAMAR	2600 GOLDEN GATE PARK	NAPLES FL 33942	

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 Juliet C. Sproul DATE 2-25-98
 Typed or Printed Name of General Partner Signing Form JULIET C. SPROUL Daytime Telephone Number 941-262-2600

CR2E003 (12/97)