



FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1998		 <p>FLORIDA DEPARTMENT OF STATE Sandra B. Morfham Secretary of State DIVISION OF CORPORATIONS</p>		<p>FILED FEB 24 PM 12:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA</p> 	
1. Name of Limited Partnership SHANNON LAKES-KISSIMMEE LIMITED PARTNERSHIP		1a. DOCUMENT # A96000000100			
Mailing Address % MARK PORATH 16830 VENTURA BLVD., SUITE 302 ENCINO CA 91436		Principal Office Address C/O JAMES GRIFFIN 7575 DR. PHILLIPS BLVD., #230 ORLANDO FL 32819		3. Date Formed or Registered 01/11/1996 3a. Date of Last Report 01/08/1997 4. State or Country of Formation FL	
2. Mailing Address MARK PORATH Suite, Apt. #, etc. 16830 VENTURA BLVD., #352 City & State ENCINO, CA Zip Country 91436 USA		2a. Principal Office Address C/O JAMES GRIFFIN Suite, Apt. #, etc. 1401 E. BROWARD BLVD., #302 City & State FT LAUDERDALE, FL. Zip Country 33301 USA		5a. Capital Contributions as Shown on record. \$1,001,645.66 5b. Amount of Capital Contributions in FLORIDA to date: <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 6. FEI Number 95-4560674 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)	
9. Name and Address of Current Registered Agent GRIFFIN, JAMES 7575 DR. PHILLIPS BLVD., SUITE 230 ORLANDO FL 32819		10. If changed, new Registered Agent/Office Name GRIFFIN, JAMES Street Address (P.O. Box Number is Not Acceptable) VICTORIA PARK CENTER Suite, Apt. #, etc. 1401 E. BROWARD BLVD., STE. 302 City Zip Code FT. LAUDERDALE FL 33301			
10a. Pursuant to the provisions of sections 620.101 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) SHANNON LAKES-KISSIMMEE GP,		11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 7575 DR. PHILLIPS BLV		11b. City, State & Zip Code ORLANDO FL 32819	
(Empty space for additional general partner information)		(Empty space for additional general partner address)		11c. Registration/Document Number L96000000045	
600002439746--9 -02/24/98--01093--027 *****541.25 *****541.25					
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.					
13. General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.					
SIGNATURE _____ SEE ATTACHED BLOCK _____ DATE 12/15/97 Typed or Printed Name of General Partner Signing Form _____ Daytime Telephone Number 818/385-0005					

CR2E003 (6/97)

LIMITED PARTNERSHIP
ANNUAL REPORT
1998

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

SHANNON LAKES-KISSIMMEE LIMITED PARTNERSHIP,
a Florida limited partnership

By: MS/SEP #2 GP, L.C.
a Florida limited liability company
General Partner

By: Hearthstone Advisors, Inc.
a California corporation
Manager

By: _____

[Signature]
Its:svd

FILED
96 FEB 24 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA