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

LIMITED PARTNERSHIP ANNUAL REPORT 1998



BARON STRATEGIC INVESTMENT FUND II, LTD.

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

na. DOCUMENT # **A96000000776** FILED SECRETARY OF STATE

97 DEC 30 AM 8: 56

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failing Address	Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record		
785 COOPER ROAD	7795 COOPER ROAD		04/24/1996		\$99.00	
INCINNATI OH 45242	CINCINNATI OH 45242		3a. Date of Last Report	\$99.00		
			12/30/1996	5b. Amou	nt of Capital butions in FLORIDA	
	100	<u>-</u>	4. State or Country of Formation	10 dal	o:	
2. Mailing Address 7826 (00 pcp Rd	28. Principal Office Address 78.26 (copper R) Suite, Apt. #, etc.	oad	FL			
uite, Apt. #, etc.	Suite, Apt. #, etc.		6. FEI Number 58 - 223	7386	Applied For Not Applicable	
cincinnati OH	City & State Cincinnuti OH		7. Certificate of Status Desired			
ip Country	Zip Country		Feo Require		\$8.75 Additional Fee Required	
45243	45242		8. Make check payable to: Dopt. o	1 State (See reve	irse side far fee informa	
9. Name and Address of Cur	rent Registered Agent		10. If changed, now Register	ed Agent/Office		
		Name				
SCHMERGE, MICHAEL		Street Address (P.O. Box Number Is Not Acceptable)				
28050 U.S. HIGHWAY, 19 NORTH SUITE 301		Suito, Apt. #, etc.				
CLEARWATER FL 34621		*City FL Zip Code				
	AT IS A CORPORATION, LIMI IST BE REGISTERED AND A	ACTIVE WI			Registration/	
1. Marioto/ Or Collocal Farmarto/	11a. (Do NOT Use Post Office Box Nur	mbers)	Only, blade of the code	110.	Document Number	
BARON CAPITAL XXXI, INC.	7795 COOPER ROAD	CIN	Cinnati oh 45242	P96	000035011	
			0000024017600 -01/15/9801065020 ****165.00 ****165.00			
			develor.T			
,			, investigation			
Note: General partners MAY No	OT be changed on this form; a	n amendme		ange a ge	eneral partne	

Gregory K MGrath