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

LIMITED PARTNERSHIP ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership.

1a. DOCUMENT # **A9600000777**

DIVISION OF CORPORATIONS

97 DEC 30 PN 12: 13



BARON STRATEGIC	INVESTMENT	FUND,	LTD.
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Mailing Address
C/O GREGORY K. MCGRATH
TYDE SCOPER ROAD
CINCHNATI OH 45242

Principal Office Address
C/O GREGORY K. MCGRATH
TYDE SCOPER ROAD
CINCHNATI OH 45242

2. Malling Address
T826 COOPER ROAD
Sulte, Apt. #, etc.

Principal Office Address
T826 COOPER ROAD
Sulte, Apt. #, etc.

3. Date Formed or Regis
04/24/1996
3a. Date of Last Report
12/30/1996

4. State or Country of Formation
FL
Sulte, Apt. #, etc.

6. FEI Number

 Suite, Apt. #, etc.
 Suite, Apt. #, etc.

 City & State
 CIWCINWAT | OHIO

 Zip
 Country

 VSAY2
 Country

City & State

CIWCINWAT | OHIO

Country

3. Date Formed or Registered

04/24/1996

3a. Date of Last Report

12/30/1996

5b. Amount of Capital Contributions as Shown on record.

5b. Amount of Capital Contributions in FLORIDA to date

6. FEI Number

APPLIED FOR 58-234615 Applied For Not Applicable
7. Certificate of Status Desired \$8.75 Additional

7. Certificate of Status Desired \$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

SCHMERGE, MICHAEL

28050 U.S. HIGHWAY, 19 NORTH

SUITE 301

CLEARWATER FL 34621

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

FL

Zip Code

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). It 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 NO) Use Post Office Box Numbers)
 11b.
 City. Stale & Zip Code
 11c. Registrator/ Document Number

 BARON CAPITAL XXXII, INC.
 7795 COOPER ROAD
 CINCINNATI OH 45242
 P96000034956

 500024005
 -01/14/98-01111-008
 *****165.00

Note. General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

2. I do hereby certify that the information supplied with this filing is voluntarily turnished 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-complyince 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 fluit my signature shall have the same legal effects as if made under eath. 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 1/20, Florida Statutes.

SIGNATURE

Gragory K M. Gruth

(

DATE: 19/34/9 withing Telephone Number (5/3) $98(-5\alpha)$

CR2FO03 (6/07)