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

DOCUMENT # A96000001160

97 DEC | D AM 11: 47 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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AAINESVILLE ENTERTAINMENT PROPERTY LIMITED PARTN			- 1200 11 11 11 11 11 11 11 11 11 11 11 11 1		
Malling Address Principal Office Address 104 WEST ANAPAMU STREET, SUITE G 104 WEST ANAPAMU STREE SANTA BARBARA CA 83101 SANTA BARBARA CA 83101			3. Date Formed or Registered 06/20/1996 3a. Date of Last Report 12/23/1996 4. State or Country of Formation FL	5a. Capital Contributions as Shown on record. \$361,350.00 5b. Amount of Capital Contributions in FLORIDA to date:	
2. Mailing Address	20. Principal Office Address Suite, Apt. #, etc. City & State			\$ 361,350.00	
Suite, Apt. #, etc. City & State			6. FET Number 58-2252807 Applied For Not Applied be		
Zip Country	Zip	Country	7. Certificate of Status Desired 8. Make check payable to: Doot of	\$8.75 Additional Fee Required State (See reverse side for fee Information	
9. Name and Address of Current Registered Agent		Name	10. If changed, new Registered Agent/Office		
CT CORPORATE SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324		Street Address (P.O. Box Number Is Not Acceptable) Sulte, 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). 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) _

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, Stale & Zip Code	11c. Registration/ Document Number
GAINESVILLE ENTERTAINMENT, L	104 WEST ANAPAMU STRE	SANTA BARBARA CA 9310	L96000000665
		300002: -12/12/ ****54	3704031 /8701034025 41.25 ****\$41.25

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 logal 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 roport as roquired by chapter 570, Florida Statutes

NATURE William Roumson

SIGNATURE ___

Typed or Printed Name of General Partner Signing Form

DATE 12/2/97

Daytime Telophone Number 805/465-8577