

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT

~~1995~~ 1997



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 30 AM 8:46

1. Name of Limited Partnership
Baron Mortgage Development
Fund VII, Ltd.

1a. DOCUMENT #
A96000001825

DO NOT WRITE IN THIS SPACE

Mailing Address
c/o Gregory K. McGrath
7795 Cooper Road
Cincinnati, OH 45242

Principal Office Address
c/o Gregory K. McGrath
7795 Cooper Road
Cincinnati, OH 45242

Suite, Apt. #, etc.
City, State & Zip

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.
City, State & Zip

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a.

3. Date Formed or Registered to Do Business in
FLORIDA

10/02/1996

3a. Date of Last Report:

4. State or Country of Formation

Florida

5a. Capital Contributions as Shown
on Record
\$99.00

5b. Amount of Capital Contributions in
FLORIDA to date.
\$99.00

6. FEI Number

Applied For
 Not Applicable

7. CERTIFICATE OF STATUS REQUIRED
\$8.75 Additional Fee required
for a Certificate of Status

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE.

9. Name and Address of Current Registered Agent

Michael Schmerge
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). 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)

Baron Capital XXXVII, Inc.

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

7795 Cooper Road

11b. City, State & Zip Code

Cincinnati, OH 45242

11c. Registration/
Document Number

P96000080557

100002051231 --4
-01/08/97--01110--023
***200.00 ***200.00

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

Gregory K. McGrath

DATE

12-19-96

Typed or Printed Name of General Partner Signing Form

Gregory K. McGrath, President

Telephone Number