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 VII, LTD.

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

1a. DOCUMENT # **A96000002020** FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

97 DEC 30 AM 8: 30





Mailing Address C/O GREGORY K. MCGRATH P765-600PER-ROAD CINCINNATI OH 45242	Principal Office Address C/O GREGORY K. MCGRATH 9795-000PER-ROAD CINCINNATI OH 45242			3. Date Formed or Registered 10/30/1996 3a. Date of Last Report 12/30/1996	5a. Capital Contributions as Shown on record. \$99.00 5b. Amount of Capital Contributions in Ft Official	
2. Mailing Address 7826 COOPER ROAD Sulte, Apt. #, etc.	28. Principal Office Address 7836 COOPER Suite, Apt. #, etc.	PO4O		4. State or Country of Formation FL 6. FEI Number 58 -228	lo da	
City & State CINCINNAT OHIO Zip I/C2//2 Country	City & State CINCINNATI Zip UCONO	OHI C)	NOT APPLICABLE 7. Certificate of Status Desired	A	Applied For Not Applicable \$8.75 Additional Fee Required
9. Name and Address of Curren	1 Registered Agent			Make check payable to: Dept. of 10. If changed, new Registere		
SCHMERGE, MICHAEL 28050 U.S. HIGHWAY, 19 NORTH, SUITE 301 CLEARWATER FL 34621		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc.				
for the purpose of changing its registered office or agent. I am familiar with, and accept the obligation SIGNATURE (Registered Agent Accepting Appointment). A GENERAL PARTNER THAT	is of section 620.192, Florida Statutes.	.IMITED	PARTI	DATE VERSHIP OR OTHE		
MUS Name(s) of General Partner(s)	T BE REGISTERED AN 11a. Address of Fach General (Do NOT Use Post Office Bo	Dartner	E WIT!	H THIS OFFICE. City. State & Zip Code	11c.	Registration/ Document Number
BARON CAPITAL XLI, INC.			CINCINNATI OH 45242		P96000093614	
					2400 4/980 165.00	16251)1111-023 ****165.00
Note: General partners MAY NOT						
12. I do hereby certify that the information supplied with a Corporations from any liability of non-confusioned with this annual report is true and accurate a full that my significant accurate a full that my significant accurate the supplied by the accurate this report as replained by the supplied by the significant accurate.	r Section 119.07(3)(k) in the event that the in griature shall have the same legal effects as	formation suppl	ed is deemo	d exempt from public access. I furth	or certify that t	the information indicated d

Gregory K McGruth