

2001 UNIFORM BUSINESS REPORT (UBR)

0016459 AF

DOCUMENT # A96000002020

1. Entity Name

BARON STRATEGIC INVESTMENT FUND VII, LTD.

FILED

01 APR 27 PM 3: 53

SECRETARY OF STATE



DO NOT WRITE IN THIS SPACE

Principal Place of Business C/O GREGORY K. MCGRATH 7826 COOPER ROAD CINCINNATI OH 45242	Mailing Address C/O GREGORY K. MCGRATH 7826 COOPER ROAD CINCINNATI OH 45242
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2. Principal Place of Business	3. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.

City & State	City & State	4. FEI Number 58-2283886	Applied For <input type="checkbox"/>	Not Applicable <input checked="" type="checkbox"/>
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Zip	Country	Zip	Country	5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required
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6. Name and Address of Current Registered Agent

**MCGRATH, GREGORY
4561 GULF OF MEXICO DR., #101
LONGBOAT KEY FL 34228**

7. Name and Address of New Registered Agent

Name _____

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

City _____ **FL** Zip Code _____

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE _____
Signature, typed or printed name of registered agent and title if applicable. (NOT Registered Agent's signature required when reinstating) DATE

9. Capital Contributions as Shown on record. \$99.00	10. Amount of Capital Contributions in FLORIDA to date.	11. MAKE CHECK PAYABLE TO DEPT. OF STATE / SEE REVERSE SIDE FOR FEE INFORMATION!
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**A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.
NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.**

12. GENERAL PARTNER INFORMATION	
DOCUMENT # NAME STREET ADDRESS CITY - ST - ZIP	P9600093614 BARON CAPITAL XLJ, INC. 7826 COOPER ROAD CINCINNATI OH 45242
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13. ADDRESS CHANGES ONLY	
STREET ADDRESS	800004221668--1 -05/17/01--01021--011
CITY - ST - ZIP	****150.00 ****150.00
STREET ADDRESS	
CITY - ST - ZIP	
STREET ADDRESS	
CITY - ST - ZIP	
STREET ADDRESS	
CITY - ST - ZIP	
STREET ADDRESS	
CITY - ST - ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes

SIGNATURE: Gregory K. McGrath
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER

Gregory K. McGrath
April 25, 2001
(513) 984-5001

CR2E003 (11/00)