



**FILE ON OR BEFORE APRIL 9, 1997 TO AVOID REVOCATION  
AND \$500 PENALTY FEE**

<b>LIMITED PARTNERSHIP ANNUAL REPORT 1997</b>		 <b>FLORIDA DEPARTMENT OF STATE Sandra Mortham Secretary of State DIVISION OF CORPORATIONS</b>		<b>FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 97 FEB 18 AM 10:21</b>	
<b>1. Name of Limited Partnership</b>  HERITAGE (NAPLES) PIP LIMITED PARTNERSHIP		<b>1a. DOCUMENT #</b> <b>A96000002359</b>			
<b>Mailing Address</b> C/O AVNTI PROPERTIES GROUP, J.V. 431 E. HORATIO AVE., SUITE 210 MAITLAND FL 32751		<b>Principal Office Address</b> C/O AVNTI PROPERTIES GROUP, J.V. 431 E. HORATIO AVE., SUITE 210 MAITLAND FL 32751		<b>3. Date Formed or Registered</b> 12/18/1996 <b>3a. Date of Last Report</b> 12/30/1996 <b>4. State or Country of Formation</b> FL	
<b>2. Mailing Address</b> Suite, Apt. #, etc. City & State Zip Country		<b>2a. Principal Office Address</b> Suite, Apt. #, etc. City & State Zip Country		<b>5a. Capital Contributions as Shown on record.</b> \$3,762,000.00 <b>5b. Amount of Capital Contributions in FLORIDA to date:</b> \$8.75 Additional Fee Required <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable <b>6. FEI Number</b> 59-3419468 <b>7. Certificate of Status Desired</b> <b>8. Make check payable to: Dept. of State (See reverse side for fee information)</b>	
<b>9. Name and Address of Current Registered Agent</b> SHAPIRO, MARVIN C/O AVNTI PROPERTIES GROUP, J.V. 431 E. HORATIO AVE., SUITE 210 MAITLAND FL 32751		<b>10. If changed, new Registered Agent/Office</b> Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code			
<b>10a.</b> 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 _____					
<b>A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.</b>					
<b>11. Name(s) of General Partner(s)</b> AVANTI PROPERTIES GROUP, J.V.		<b>11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)</b> 431 EAST HORATIO AVE.		<b>11b. City, State &amp; Zip Code</b> MAITLAND FL 32751	
. .		. .		<b>11c. Registration/Document Number</b> G01226900034 300002099143--3 -02/26/97--01121--013 *****541.25 *****541.25 New Fees KWM	
<b>Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.</b>					
<b>12.</b> 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 _____ Typed or Printed Name of General Partner Signing Form		DATE February 11, 1997 Marvyn Shapiro, Vice President Daytime Telephone Number 407/628-8488			

CR2E003 (11/96)