FILE C 1 C & BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

SIGNATURE

Typed or Printed Name of General Partner Signir

FLORIDA DEPARTMENT OF STATE LIMITED PARTNERSHIP Sandra B. Mortham ANNUAL REPORT Secretary of State 1999 DIVISION OF CORPORATIONS 98 DEC 17 AMID: 41 **DOCUMENT#** 1. Name of Limited Partnership A96000002359 HERITAGE (NAPLES) PIP LIMITED PARTNERSHIP 5a. Capital Contributions as Shown on record. Principal Office Address Mailing Address C/O AVNTI PROPERTIES GROUP, J.V. 12/18/1996 C/O AVNTI PROPERTIES GROUP, J.V. \$3,500,000.00 3a. Date of Last Report 431 E. HORATIO AVE., SUITE 210 431 E. HORATIO AVE., SUITE 210 MAITLAND FL 32751 MAITLAND FL 32751 **5b.** Amount of Capital Contributions in FLORIDA to date: 12/08/1997 4. State or Country of Formation 2. Mailing Address 2a. Principal Office Address Suite, Apt. #, etc. Suite, Apt. #, etc. 6, FEI Number Applied For Not Applicable 59-3419468 City & State City & State 7. Certificate of Status Desired \$8.75 Additional Fee Required Country Country 8. Make check payable to: Dept. of State (See reverse side for fee information) 9. Name and Address of Current Registered Agent If changed, new Registered Agent/Office SHAPIRO, MARVIN Street Address (P.O. Box Number Is Not Acceptable) C/O AVNTI PROPERTIES GROUP, J.V. Suite, Apt. #, etc. 431 E. HORATIO AVE., SUITE 210 MAITLAND FL 32751 Zip Code FL 10a. Pursuant to the provisions of sections 620.1051 and 620.195, 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 Fforida. 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. 11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) Registration/ 11. City, State & Zip Code 11c. Name(s) of General Partner(s) 11b. Document Number CR2E003 (8/98) AVANTI PROPERTIES GROUP, J.V. 431 EAST HORATIO AVE. MAITLAND FL 32751 G91226900034 400002723744--1 -12/28/\$8--01117--005 ****526,25 ****526.25 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 cartify 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 ecute this report as required by chapter 620, Florida Statutes.

Reila Sherman, Director of Administration Telephone Number

12/15/98

407-628-8488