


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

LIMITED PARTNERSHIP ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra Northam Secretary of State DIVISION OF CORPORATIONS	
1. Name of Limited Partnership		1a. DOCUMENT # A96000002422	
GRACELYN HOLDINGS LIMITED PARTNERSHIP			
Mailing Address 12812 S.W. 122ND AVENUE MIAMI FL 33186		Principal Office Address 12812 S.W. 122ND AVENUE MIAMI FL 33186	
2. Mailing Address		2a. Principal Office Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country
3. Date Formed or Registered 12/23/1996		5a. Capital Contributions as Shown on record. \$198,000.00	
3a. Date of Last Report		5b. Amount of Capital Contributions in FLORIDA to date:	
4. State or Country of Formation FL		<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable	
6. FEI Number		7. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
8. Make check payable to: Dept. of State (See reverse side for fee information)			

FILED
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9. Name and Address of Current Registered Agent		10. If changed, new Registered Agent/Office	
STEPHEN, JOSEPH C 12812 S.W. 122ND AVENUE MIAMI FL 33186		Name	
		Street Address (P.O. Box Number is Not Acceptable)	
		Suite, Apt. #, etc.	
		City	FL
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	

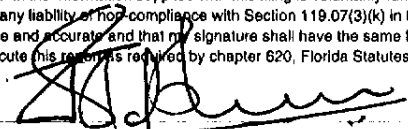
**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
GRACELYN, INC.	12812 S.W. 122ND AVENUE	MIAMI FL 33186	S11104
400002272244--7 -08/20/97--01063--001 *****541.25 *****541.25 REINSTATEMENT			

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



DATE

7/29/97

Typed or Printed Name of General Partner Signing Form

JOSEPH C. STEPHEN

Daytime Telephone Number

305-255-9600

CR2E003 (1/96)

AFFIDAVIT

July 29, 1997

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: A96000002422

Gentlemen:

Attached you will find the 1997 Limited Partnership Annual Report Form for GRACELYN HOLDING LIMITED PARTNERSHIP.

I was surprised to see the due date on the envelope, since this was received in today's mail.

Thank You in advance for your attention.

Sincerely,


Joe Stephen
President

SWORN AND SUBSCRIBED BEFORE ME THIS 29, DAY OF
JULY 1997.


CHERYL RENEE SHELLEY



CHERYL RENEE SHELLEY
My Commission CG323518
Expires Oct. 14, 1997
Bonded by HAI
800 422-1555