

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

LIMITED PARTNERSHIP ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
1. Name of Limited Partnership PACTOLE REDUX FLORIDA LIMITED PARTNERSHIP		1a. DOCUMENT # A97000001367	
Mailing Address 670 ALLEY MAASS ROGERS & LINDSAY, P.A. 321 ROYAL POINCIANA PLAZA PALM BEACH FL 33480		Principal Office Address 670 ALLEY MAASS ROGERS & LINDSAY, P.A. 321 ROYAL POINCIANA PLAZA PALM BEACH FL 33480	
2. Mailing Address 96 COVER, DOWNTOWN, FL Suite, Apt. #, etc. City & State WEST PALM BEACH, FL Zip Country 33401 US		2a. Principal Office Address 315 S. LORRAINE BLVD Suite, Apt. #, etc. City & State PALM BEACH, FL Zip Country 33480 US	
9. Name and Address of Current Registered Agent HANLON, M. TIMOTHY ESQ. 321 ROYAL POINCIANA PLAZA PALM BEACH FL 33480		10. If changed, new Registered Agent Office Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City State Zip Code	
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). Thereby 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.		DATE	
11. Name(s) of General Partner(s) PACTOLE REDUX LIMITED FLORIDA, INC.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 321 ROYAL POINCIANA PLAZA 670 ALLEY MAASS ROGERS & LINDSAY, P.A. 321 ROYAL POINCIANA PLAZA PALM BEACH FL 33480	11b. City, State & Zip Code PALM BEACH FL 33480	11c. Registration Document Number P96000003902
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. 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 <i>Pactole Redux Ltd Inc. Joel Weiser</i> DATE <i>13 Jan 99</i>			
Typed or Printed Name of General Partner Signing Form _____ Daytime Telephone Number _____			

CR2E003 (8/98)