

**FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

**LIMITED PARTNERSHIP  
ANNUAL REPORT  
1998**



FLORIDA DEPARTMENT OF STATE  
**Sandra B. Mortham**  
Secretary of State  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 NOV 17 PM 2:11

1. Name of Limited Partnership  <b>STAY-N-PLAY R.V. RESORT, LTD.</b>		1a. DOCUMENT # <b>A97000002150</b>	
2. Mailing Address  2033 Main Street, Suite 400 Sarasota, Florida 34237		2a. Principal Office Address  2033 Main Street, Suite 400 Sarasota, Florida 34237	
3. Date Formed or Registered <b>10/6/97</b>		5a. Capital Contributions as Shown on record <b>\$6,000,000.00</b>	
3a. Date of Last Report		5b. Amount of Capital Contributions in FL OHA to date:	
4. State or Country of Formation <b>Florida</b>		6. FEI Number <b>65-0774364</b>	
7. Certificate of Status Desired <input checked="" type="checkbox"/> <b>\$8.75 Additional Fee Required</b>		8. Make check payable to: Dept. of State (See reverse side for fee information)	

9. Name and Address of Current Registered Agent  <b>Williams, Parker, Harrison, Dietz &amp; Getzen 200 S. Orange Avenue Sarasota, Florida 34236</b>		10. If changed, new Registered Agent/Office  Name: <b>Lawrence M. Hankin, Esq.</b> Street Address (P.O. Box Number Is Not Acceptable): <b>2033 Main Street</b> Suite, Apt. #, etc.: <b>Suite 400</b> City: <b>Sarasota</b> FL Zip Code: <b>34237</b>	
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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, 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 obligation of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE **10/27/97**

**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)  <b>Stay-N-Play RV Resort Corp.</b>	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)  <b>2033 Main St., Ste. 400</b>	11b. City, State & Zip Code  <b>Sarasota, FL 34237</b>	11c. Registration/Document Number  <b>P97000053982</b>
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**600002353446--B**  
**-11/20/97--01097--017**  
**\*\*\*\*550.50 \*\*\*\*550.50**

*dec (us)*

**Notes: 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

Typed or Printed Name of General Partner Signing Form

*Steele Boring*  
**STEELE BORING**

DATE

Daytime Telephone Number

**11/10/97**  
**(941) 957-0080**

CR2E003 (6/97)

## Hankin, Persson & Darnell

Attorneys and Counselors At Law  
A Partnership of Professional Associations  
2033 Main Street, Suites 400 & 406  
Sarasota, Florida 34237  
Telephone (941) 957-0080 / (941) 365-4950  
Facsimile (941) 957-0558 / (941) 365-3259

Lawrence M. Hankin  
David P. Persson  
Robert W. Darnell\*  
Andrew H. Cohen

Robert E. Turffs  
Of Counsel

\* Board Certified Wills, Trusts & Estates

November 14, 1997

Division of Corporations  
ATTN: Registration Section  
P.O. Box 6327  
Tallahassee, Florida 32314

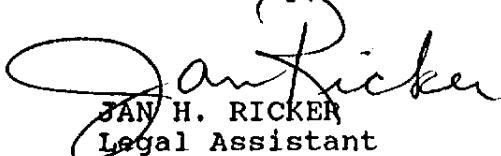
Re: Stay-N-Play R.V. Resort, Ltd.  
Our File No. 5659-30-4

Dear Sir:

Enclosed please find Limited Partnership Annual Report 1998 for the above Limited Partnership, together with Check No. 3009 in the amount of \$550.50 to cover the cost of filing the Report and a Certificate of Status.

Should you have any questions, please give me a call. Thank you for your assistance and cooperation.

Yours truly,

  
JAN H. RICKER  
Legal Assistant

:jhr  
Enclosures