


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

<b>LIMITED PARTNERSHIP ANNUAL REPORT 1999</b>			FLORIDA DEPARTMENT OF STATE <b>Sandra B. Northam</b> Secretary of State DIVISION OF CORPORATIONS
1. Name of Limited Partnership		1a. DOCUMENT # <b>A97000002342</b>	
<b>ROUSE/XENTURY ASSOCIATES LIMITED PARTNERSHIP</b>			
Mailing Address		Principal Office Address	
% THE ROUSE COMPANY 10275 LITTLE PATUXENT PARKWAY COLUMBIA MD 21044		% THE ROUSE COMPANY 10275 LITTLE PATUXENT PARKWAY COLUMBIA MD 21044	
2. Mailing Address	2a. Principal Office Address	3. Date Formed or Registered	5a. Capital Contributions as Shown on record
Suite, Apt. #, etc.	Suite, Apt. #, etc.	10/28/1997	\$12,002,000.00
City & State	City & State	3a. Date of Last Report	5b. Amount of Capital Contributions in FLORIDA to date
Zip	Zip	01/13/1998	\$ 2,000
Country	Country	4. State or Country of Formation	6. FEI Number
		FL	AP-PLIED FOR NO
		7. Certificate of Status Desired	<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
		8. Make check payable to: Dept. of State (See reverse side for fee information)	\$8.75 Additional Fee Required

**FILED**  
99 FEB 22 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



9. Name and Address of Current Registered Agent		10. If changed, new Registered Agent/Office	
POPE, NICHOLAS A ESQUIRE LOWNDES, DROSDICK, DOSTER, KANTOR ET AL. 215 NORTH EOLA DRIVE ORLANDO FL 32801		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City	
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.		3000002785633-2 -02/24/99--01086--002 ****141.13 FL ****141.25	

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
ROUSE-OSCEOLA, INC.	10275 LITTLE PATUXENT	COLUMBIA MD 21044	F97000002080

AL

FEB 22 1999

**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 *Elizabeth A. Hullinger*

DATE 10/15/98

Typed or Printed Name of General Partner Signing Form Elizabeth A. Hullinger

Daytime Telephone Number (410) 992-6000

CR2E003 (8/98)