

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 DEC 17 AM 10:56

1. Name of Limited Partnership CNL PLAZA, LTD.		1a. DOCUMENT # A97000002616	
Mailing Address 400 E. SOUTH ST. SUITE 500 ORLANDO, FL 32801		Principal Office Address 400 E. SOUTH ST. SUITE 500 ORLANDO, FL 32801	
2. Mailing Address Suite, Apt. #, etc. City & State Zip Country		2a. Principal Office Address Suite, Apt. #, etc. City & State Zip Country	
		3. Date Formed or Registered 12/03/97	
		3a. Date of Last Report	
		4. State or Country of Formation FLORIDA	
		5a. Capital Contributions as Shown on record. \$10,000,000.00	
		5b. Amount of Capital Contributions in FLORIDA to date. \$10,000,000.00	
		6. FEI Number <input checked="" type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
		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)			

9. Name and Address of Current Registered Agent		10. If changed, new Registered Agent/Office	
ROBERT A. BOURNE 400 E. SOUTH ST. SUITE 500 ORLANDO, FL 32801		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL 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). 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
ST. JOE/CNL REALTY GROUP, LTD.	400 E. SOUTH ST., #500	ORLANDO, FL 32801	A97000002615

700002387757-7
-12/31/97-01091-008
****550.00 ****300.00
12/9/97

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 12/9/97
Typed or Printed Name of General Partner Signing Form: ROBERT A. BOURNE, PRESIDENT OF CNL CORPORATE VENTURE, INC. DAYTIME TELEPHONE NUMBER: ST. JOE/CNL REALTY GROUP, LTD.

CR2E003 (6/97)