FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP

WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE FILED FLORIDA DEPARTMENT OF STATE LIMITED PARTNERSHIP Sandra B. Mortham ANNUAL REPORT Secretary of State 1999 98 DEC 30 AM 10: 02 DIVISION OF CORPORATIONS SECRETARY OF STATE TALLAHASSEE, FLORIDA **DOCUMENT#** 1. Name of Limited Partnership A98000002460 MENAKER INVESTMENTS III, LTD. 3. Date Formed or Registered 5a. Capital Contributions as Shown on record. Mailing Address Principal Office Address 1502 E. Buena Vista Drive 10/28/98 P.O. Box 22189 Lake Buena Vista, FL 32830 #B1 \$65,000.00 3a. Date of Last Report Lake Buena Vista, FL 32830 **5b.** Amount of Capital Contributions in FLORIDA to date: 4. State or Country of Formation Mailing Address 2a. Principal Office Address -0-Florida Suite, Apt. #, etc. Suite, Apt. #, etc. 6. FEI Number Applied For 59-3542113 Not Applicable City & State City & State 7. Certificate of Status Desired \$8.75 Additional Fee Required Zip Country Zip Country 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 Mitchell G. Menaker Street Address (P.O. Box Number is Not Acceptable) 1502 E. Buena Vista Drive Suite, Apt, #, etc. Lake Buena Vista, FL 32830 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) A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. 11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 11. Name(s) of General Partner(s) 11b. City, State & Zip Code 11c. Menaker Investments III, Inc. 1502 E. Buena Vista Dr Lake Buena Vista #B1 FL 32830

Registration/

Document Number P98000091780 ****535.00 ****535.00

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, if unther certify that the information indicated on this annual report is true and account and hat my signature shall be 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 opport as regalized by chapter and hat my signature shall be 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 opport as regalized by chapter and hat my signature shall be same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee