
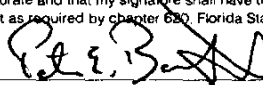


FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
1. Name of Limited Partnership Brown Forest Club Limited Partnership		1a. DOCUMENT # A98000002648	
Mailing Address Principal Office Address		3. Date Formed or Registered 11/18/98	
2. Mailing Address 225 E. Redwood Street Suite, Apt. #, etc.		3a. Date of Last Report	
City & State Baltimore, Maryland		4. State or Country of Formation Florida	
Zip 21202		5a. Capital Contributions as Shown on record \$1,650,200	
2a. Principal Office Address 225 E. Redwood Street Suite, Apt. #, etc.		5b. Amount of Capital Contributions in FLORIDA to date \$1,750,000	
City & State Baltimore, Maryland		6. FEI Number 52-2133825	
Zip 21202		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 Scott A. Elk, P.A. Elk, Bankier, Palmer & Christu 4800 North Federal Highway, Suite 200-E Boca Raton, Florida 33431		10. If changed, new Registered Agent/Office 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.		FF \$526.25 700002776217-1 -02/15/99--01141--012 ****526.25 FL ****526.25	
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
Brown Forest Club, Inc.	225 E. Redwood Street	Baltimore, MD 21202	F98000006058
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  Peter E. Bancroft, Vice President,		DATE 12/31/98 (410) 727-4083	
Typed or Printed Name of General Partner Signing Form Brown Forest Club, Inc.		Daytime Telephone Number	

FILED
99 FEB 15 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CR2E003 (8/98)