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	1a. DOCUMENT # A 9800000 2651		98 DEC 24 AM 9: 42 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
Spence & Spence Limited Partnership		TALLAHÄSŠ	ÉE. FEORÍDA	
Mailing Address	Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record.
301 Bay Shore Drive	, some		9-29-98	<i>σ</i>
Niceville, FL			3a. Date of Last Report	\$ 500.00
32578			4. State or Country of Formation	5b. Amount of Capital Contributions in FLORIDA to date:
2. Mailing Address 301 Ballshore Drive	2a. Principal Office Address		DKaloosa	500.00
Suite, Apt. #, etc.	Suite, Apt. #, etc.		6. FEI Number	Applied For
City & State	City & State		59-35380	Not Applicable
NICEVILLE FL Zip Country	Zip Country		7. Certificate of Status Desired	\$8.75 Additional Fee Required
32578 OKAJOOSA.	2.D 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 charged, new Registered Agent/Office				
Jerry M. Spence 301 Bayshore Drive Niceville, FL 32578 Name Street Address (P.O. III) Suite, Apt. #, etc. City				
		Street Address (P.O. B	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-hamed limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its 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.				
11. Name(s) of General Partner(s)	11a. Address of Each General	Partner (Numbers) 11b.	City, State & Zip Codè	11c. Registration/ Document Number
Spence, Jerry M	301 Bayshore Dr		eville, F1 32578	x//A
			6000027 -01/13/ ****14	9901098006
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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 filling 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 20. Florida Statutes.				
SIGNATURE DATE 12-9-98				
Typed or Printed Name of General Partner Signing Form				