

2004 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# B02000000419

Entity Name: CLAYTON-138, L.P.

FILED
Feb 16, 2004
Secretary of State

Current Principal Place of Business:

4102 WHITEWATER CREEK RD.
ATLANTA, GA 30327

New Principal Place of Business:

Current Mailing Address:

P.O. BOX 725589
ATLANTA, GA 311392589

New Mailing Address:

FEI Number: 58-2050627

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

WHITMAN, HOWE D
1400 GRASSLANDS BLVD., UNIT 37
LAKELAND, FL 33803 US

Name and Address of New Registered Agent:

WHITMAN, HOWE D
3067 GRASSLANDS DRIVE
LAKELAND, FL 33803 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: HOWE D WHITMAN

02/16/2004

Electronic Signature of Registered Agent

Date

Capital Contributions as Shown on record: 582,210.05

Amount of Capital Contributions in Florida to date: 582,210.05

GENERAL PARTNER INFORMATION:

ADDRESS CHANGES ONLY:

Document #:

Name: HERITAGE EQUITIES INCORPORATED

Address: 4102 WHITEWATER CREEK RD.

City-St-Zip: ATLANTA, GA 30327

Address:

City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: HOWE D WHITMAN

MR.

02/16/2004

Electronic Signature of Signing General Partner

Date