


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		SECRETARY OF STATE DIVISION OF CORPORATIONS 99 FEB 25 PM 12:32	
1. Name of Limited Partnership		1a. DOCUMENT # B94000000305			
AIMCO/BRANDYWINE, LIMITED PARTNERSHIP					
Mailing Address 1873 SOUTH BELLAIRE STREET, SUITE 1700 DENVER CO 80222-4348		Principal Office Address 32 LOCKERMAN SQUARE, SUITE 1700 DOVER DE 19901		3. Date Formed or Registered 07/27/1994	5a. Capital Contributions as Shown on record. \$3,820,000.00
2. Mailing Address		2a. Principal Office Address		3a. Date of Last Report 11/25/1997	5b. Amount of Capital Contributions in FLORIDA to date. undrawn
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. State or Country of Formation DE	
City & State		City & State		6. FEI Number 84-1275618	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip		Zip		7. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
Country		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			
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET, SUITE 105 TALLAHASSEE FL 32301		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		
AIMCO HOLDINGS, LIMITED PAP AIMCO PROPERTIES, LIMITED PA Amendment Filed 12-10-98	1873 S. BELLAIRE ST., 4873 S. BELLAIRE ST.,	DENVER CO 80222-4348 DENVER CO 80222-4348	B95000000459 B94000000306 700002700377-4 Cheryl E. Schilder		
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. AIMCO HOLDINGS GRS, INC. (GP FOR AIMCO HOLDINGS, L.P.)					
SIGNATURE BY: Cheryl E. Schilder ASSISTANT SECRETARY		DATE 11/17/98			
Typed or Printed Name of General Partner Signing Form: CHERYL E. (SCHILDERSCHMIDT)		Daytime Telephone Number: (302) 216-2433			

CR2E003 (8/98)