FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # 1. Name of Limited Partnership B94000000519

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

97 OCT 20 AM 9: 33



EQUITY RESIDENTIAL PROPE PARTNERSHIP II	ERTIES MANAGEME	NT LIMITE	D				
MARIANN DEMKOVICH N. RIVERSIDE PLAZA. SUITE 450 CHICAGO II. 60006				3. Date Formed or Registered 12/21/1994 3a. Date of Last Report		5a. Capital Contributions as Shown on record.	
2. Mailing Address	28. Principal Office Address			11/18/1996 4. State or Country of Formation IL	5b. Amount of Capital Contributions in FLORIDA to date: \$433.662		
Suite, Apt. #, etc.	Suite, Apt. #, etc.						
Zip Country	City & State	Zip Country		36-4001552 7. Certificate of Status Desired	\$8.75 Additional Fee Required		
Zip Country	Zip	Cooning		8. Make check payable to: Dept. of	State (See rev		
9. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC.			10. If changed, new Registered Agent/Office Name				
110 NORTH MAGNOLIA STREET TALLAHASSEE FL 32301		Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc.					
10a. Pursuant to the provisions of sections 620 1051 a for the purpose of changing its registered office agent. I am familiar with, and accept the obligation	or registered agent, or both, in the State of						
SIGNATURE (Registered Agent Accepting Appointment)				DATE			
A GENERAL PARTNER THA		I, LIMITED	PARTI VE WITI	NERSHIP OR OTHE H THIS OFFICE.	R BUSI	NESS ENTITY	
11. Name(s) of General Partner(s)	11a. Address of Each Go (Do NOT Use Post Office	eneral Partner ce Box Numbers)	11b.	City, State & Zip Code	11c.	Registration/ Document Number	
ERP OPERATING LIMITED PARTNE	2 NORTH RIVERSIDE	2 NORTH RIVERSIDE PLA		CHICAGO IL 60606		B93000000305	
j				400002 -19/2 *****	2327 2/97-1 541.25	2046 01032-005 ****541,25	
9							

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.

Sec. of the GP of ERP Operating Limited Partnership