

Rinaldi & Associates

Attorneys at Law

Ellis F. Rinaldi (CT, NY & NJ Bars)
 Associates:
 Eric W. Franklin (CT & NY Bars)
 Rose A. Rinaldi (NY & NJ Bars Only)

Three Pickwick Plaza, Suite 250
 Greenwich, Connecticut 06830
 Telephone 203-861-2121
 Fax 203-861-2122

B95000000047 January 1997

Via Airborne Express

Division of Corporations
 Attention: Registration Section
 409 E. Gaines Street
 Tallahassee, Florida 32399

900002062049--9
 -01/17/97--01071--005
 ***1750.00 ***1750.00

Re: 1997 Florida Annual Reports

Dear Sir/Madam:

Enclosed are the 1997 Annual Reports for each of the entities listed below, along with a corresponding check for each entity made payable to the Florida Department of State. Also enclosed is a Supplemental Affidavit of Capital Contributions for a Foreign Limited Partnership for entities numbered 1-4 listed below, along with a corresponding check made payable to the Florida Department of State:

Entity	Document #	Item	Payment Amount	Check Number
1. Starwood Capital Group, L.P.	B93000000517	a. 1997 Florida Annual Report	\$576.25	005148
		b. Supplemental Affidavit of Capital Contributions	\$1,750.00	005210
2. SCG-ACP I Limited Partnership	B95000000321	a. 1997 Florida Annual Report	\$576.25	002299
		b. Supplemental Affidavit of Capital Contributions	\$1,750.00	002307
3. Starwood/Land Fund Partners I, L.P.	B95000000047	a. 1997 Florida Annual Report	\$576.25	005149
		b. Supplemental Affidavit of Capital Contributions	\$1,750.00	002309
4. ACP Venture I Limited Partnership	B95000000161	a. 1997 Florida Annual Report	\$576.25	002297
		b. Supplemental Affidavit of Capital Contributions	\$1,750.00	002308

B95000000047

3. Starwood/Land Fund Partners I, L.P.
 Document # B95000000047
 a. 1997 Florida Annual Report
 b. Supplemental Affidavit of Capital Contributions

4. ACP Venture I Limited Partnership
 Document # B95000000161
 a. 1997 Florida Annual Report
 b. Supplemental Affidavit of Capital Contributions

SHARED LAW GROUP CORP January 6, 1997
 Verifier: DUC

increasing to \$2,200,000.00

RECEIVED
 FLORIDA DEPARTMENT OF STATE
 TALLAHASSEE, FLORIDA

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F
 Check
 Number
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 005210

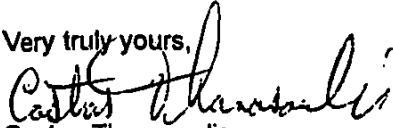
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 T. ...
 N. ...
 BALANCE DUE
 REFUND

- | | | | |
|----|--|----------|--------|
| 5. | BSS Capital Partners, Limited Partnership
Document # B93000000515 | \$191.25 | 005151 |
| 6. | SOFI-IV Tampa Office Limited Partnership
Document # B96000000399 | \$576.25 | 000052 |

Thank you.

Very truly yours,


Costas Thanasoulis
Legal Assistant

cc: Eric Franklin, Esq.
Emily Coleman

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FOREIGN LIMITED PARTNERSHIP**

The undersigned general partners of Starwood/Land Fund Partners I,
Limited Partnership, a(an)
Delaware limited partnership, ex-
ecuted this supplemental affidavit filed pursuant to section 620.176, Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the pur-
pose of transacting business in Florida is \$2,200,000.00.

This 19th day of December, 19 96.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the following and that the facts are
true, to the best of my knowledge and belief.

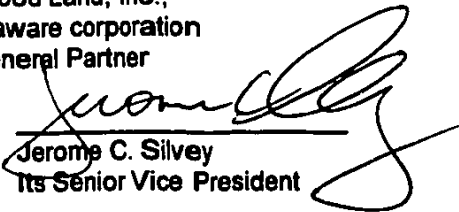
General Partner

See attached Signature Page

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SEC. STATE
TALLAHASSEE, FLORIDA

STARWOOD/LAND FUND PARTNERS I, L.P.,

By: Starwood Land, Inc.,
a Delaware corporation
Its General Partner

By: 
Jerome C. Silvey
Its Senior Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA