

B95 000000161

Rinaldi & Associates

Attorneys at Law

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January 8, 1997

Via Airborne Express

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

Re: 1997 Florida Annual Reports

700002062047--5
-01/17/97--01071--004
***1750.00 ***1750.00

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	Payment Amount	Check Number
1. Starwood Capital Group, L.P. Document # 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 Document # B95000000321		
a. 1997 Florida Annual Report	\$576.25	002299
b. Supplemental Affidavit of Capital Contributions	\$1,750.00	002307

Name	3. Starwood/land Fund Partners I, L.P.
Availability	Document # B95000000047
Document	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
no. judgement	DOC
P. Verifier	DOC

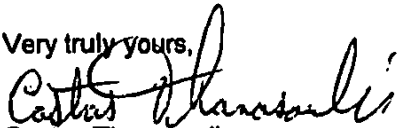
C. TAX \$576.25 002297
 FILING \$1,750.00 002308
 R. AGENCY FEE _____
 C. _____
 T. _____
 N. BANK _____
 BALANCE DUE _____
 REFUND _____

increasing to
\$2,000,000.00

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- | | | | |
|----|---|----------|--------|
| 5. | BSS Capital Partners, Limited Partnership
Document # B9300000515 | \$191.25 | 005151 |
| 6. | SOFI-IV Tampa Office Limited Partnership
Document # B9600000399 | \$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 ACP Venture I Limited Partnership
Delaware, a(an) Delaware limited partnership, executed 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 purpose of transacting business in Florida is \$2,000,000.00.

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

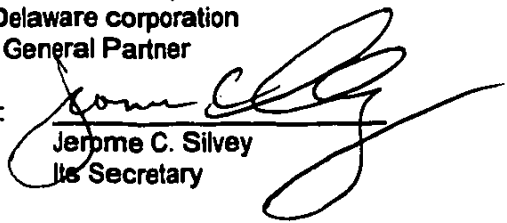
see Attached Signature Page

97 JAN -9 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACP Venture I Limited Partnership

By: ACP Venture Corp.,
a Delaware corporation
Its General Partner

By: 
Jerome C. Silvey
Its Secretary

FILED
97 JAN -9 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA