

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

<b>LIMITED PARTNERSHIP ANNUAL REPORT 1998</b>		 <b>FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS</b>		<b>FILED SECRETARY OF STATE DIVISION OF CORPORATIONS</b>  98 JAN -2 AM 8:50  4mt 1/16	
<b>1. Name of Limited Partnership</b>		<b>1a. DOCUMENT # B95000000279</b>			
<b>LAKELAND HOTEL PARTNERS, LIMITED PARTNERSHIP</b>					
<b>Mailing Address</b>  4141 SOUTH FLORIDA AVENUE LAKELAND FL 33813		<b>Principal Office Address</b>  32 LOOCKERMAN SQUARE, SUITE L-120 DOVER DE 19904		<b>3. Date Formed or Registered</b>  08/02/1995	
<b>2. Mailing Address</b>  Suite, Apt. #, etc.  City & State  Zip Country		<b>2a. Principal Office Address</b>  Suite, Apt. #, etc.  City & State  Zip Country		<b>3a. Date of Last Report</b>  05/14/1997	
				<b>4. State or Country of Formation</b>  DE	
				<b>5a. Capital Contributions as Shown on record.</b>  \$1,000,000.00	
				<b>5b. Amount of Capital Contributions in FLORIDA to date:</b>  125,360	
				<b>6. FEI Number</b>  59-3328389 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
				<b>7. Certificate of Status Desired</b> <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
<b>8. Make check payable to: Dept. of State (See reverse side for fee information)</b>					

<b>9. Name and Address of Current Registered Agent</b>  DECKER, JAMES E 4141 SOUTH FLORIDA AVENUE LAKELAND FL 33813		<b>10. If changed, new Registered Agent/Office</b>  Name  Street Address (P.O. Box Number Is Not Acceptable)  Suite, Apt. #, etc.  City FL Zip Code	
<b>10a. Pursuant to the provisions of sections 620.1061 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.</b>			
SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____			

<b>A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.</b>			
<b>11. Name(s) of General Partner(s)</b>	<b>11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)</b>	<b>11b. City, State &amp; Zip Code</b>	<b>11c. Registration/Document Number</b>
DECKER, JAMES E	4141 SOUTH FLORIDA AV	LAKELAND FL 33813	400002407544--B -01/21/98-01123--008 ****541.25 ****541.25

**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.**

SIGNATURE James E. Decker DATE 12-29-97  
Typed or Printed Name of General Partner Signing Form James E. Decker Daytime Telephone Number 941/647-2000

CR2E003 (6/97)