

Rinaldi & Associates

Attorneys at Law

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B95000000321 January 8, 1997

Via Airborne Express

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

600002061946--0
 -01/17/97--01061--024
 ***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	Payment Amount	Check #
1. Starwood Capital Group, L.P. Document # B93000000517		
a. 1997 Florida Annual Report	\$576.25	005119
b. Supplemental Affidavit of Capital Contributions	\$1,750.00	005211:57
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
3. Starwood Land Fund Partners I, L.P. Document # 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 Document # B95000000161		
a. 1997 Florida Annual Report	\$576.25	002297
b. Supplemental Affidavit of Capital Contributions	\$1,750.00	002308

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
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Name	3. Starwood Land Fund Partners I, L.P.
Document #	B95000000047
Up. Verifier	W. P. Verifier
Acknowledgement	DCC
W. P. Verifier	DCC

5 SHARED/LAW_ORP/IGUS/RR/January 8, 1997

increasing to \$6,000,000.00

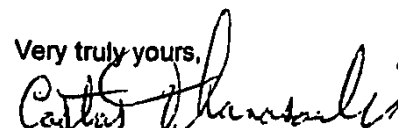
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C. TR 1,750.00
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 I.
 BALANCE DUE
 REFUND

- | | | | |
|----|--|----------|--------|
| 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 SOG-ACP 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 \$6,600,000.00.

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

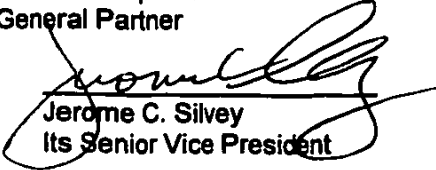
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INSHE 22 (7-90)

FEES: \$7 per \$1000, based on the additional contributions
Minimum \$52.50 - Maximum \$1750

SCG-ACP I LIMITED PARTNERSHIP

By: SCG-ACP GP I, INC.,
a Delaware corporation
Its General Partner

By: 
Jerome C. Silvey
Its Senior Vice President

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