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

1. Name of Limited Partnership

DOCUMENT # **B9600000278**

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		316		PARTINE	nonir

48.Ab

Mailing Address	Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record.				
1999 AVENUE OF THE STARS, SUITE 1200	1013 CENTRE ROAD		07/18/1996	\$47,000,000				
LOS ANGELES CA 90067	WILMINGTON DE 19805-1297		3a. Date of Last Report	646:465:000:00:				
			12/18/1996 4. State or Country of Formation	5b. Amount of Capital Contributions in FLORIDA to date:				
2. Mailing Address	2a. Principal Office Address		DE	\$47,000,000				
Suite, Apt. #, etc.	Suite, Apt. #, etc.		6. FEI Number 95-4588562	Applied For				
City & State	City & State			Not Applicable				
Zip Country	Zip Country		7. Certificate of Status Desirod	\$8.75 Additional Fee Required				
	odam,		8. Make check payable to: Dept. of State (See reverse side for fee information)					
9, Name and Address of Current Re	10. If changed, new Registered Agent/Office							
CORPORATION SERVICE COMPANY								
1201 HAYS STREET	Street Addres		ess (P.O. Box Number Is Not Acceptable)					
TALLAHASSEE FL 32301-2525	Suite, Apt. #, et		rtc.					
		City		FL Zip Code				
10a. Pursuant to the provisions of sections 620.1051 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 eigent, or both, in the State of Florida. Such change was authorized by its general partner(s). Hereby accept the appointment of registered agent, I am familiar with, and accept the obligations of section 620.192. Florida Statutes.								
A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.								
11. Name(s) of Gonoral Partner(s)	Address of Each Consus	(Destars		11c. Registration/				
1 1 I I I I I I I I I I I I I I I I I I	11a. (Do NOT Use Post Office Bo	x Numbers)	Oily, state a 2-17 code	Document Numbor				
COLONY CS II GENPAR, INC.	1999 AVENUE OF THE ST		LOS ANGELES CA 90067	F96000003660				
HOLLYWOOD, INC. (KENDALE)	200 SOUTH PARK ROAD,		HOLLYWOOD FL 33021	F9400000860				
1			90002: -10/07 ****5	3136493 79701030012 41.25 ****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 filling 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 eath. I further certify that I am a General Partner of the limited partnership, receiver or trustee ampowered to execute this report as required by chappe 620_Florige_Statutes.

SIGNATURE

Mark W. Hedstrom, V.P.

, V.P. of S II Genpar, Inc., generalDaylime Telophone Number 310-282-8820

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