

**FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

**LIMITED PARTNERSHIP
ANNUAL REPORT
1999**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 SEP 10 AM 8:42

1. Name of Limited Partnership

1a. DOCUMENT #
B96000000407

BEACON BROWN II LIMITED PARTNERSHIP



Mailing Address

Principal Office Address

225 EAST REDWOOD STREET
BALTIMORE MD 21202

225 EAST REDWOOD STREET
BALTIMORE MD 21202

3. Date Formed or Registered

10/24/1996

5a. Capital Contributions as
Shown on record.

\$1,224,000.00

3a. Date of Last Report

10/20/1997

5b. Amount of Capital
Contributions in FLORIDA
to date:

4. State or Country of Formation

MD

2. Mailing Address

2a. Principal Office Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

6. FEI Number

52-1852706

Applied For
 Not Applicable

7. Certificate of Status Desired

\$8.75 Additional
Fee Required

8. Make check payable to: Dept. of State (See reverse side for fee information)

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

400002637694-3
-09/11/98-01082-024
***526.25 ***526.25
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 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.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

**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 General Partner(s)

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registration/
Document Number

BROWN ASHLEY CREEK II, INC.
WATER STREET II, L.L.C.

225 EAST REDWOOD STRE
121 WATER STREET, SUI

BALTIMORE MD 21202
BALTIMORE MD 21202

F96000005519
M96000000418

*OK
gill*

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 *Wally* *S. Mortham*, TREASURER DATE 9/09/98

Typed or Printed Name of General Partner Signing Form **Brown Ashley Creek II, Inc.** Daytime Telephone Number (410) 727-4683

CR2E003 (8/98)