

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
Secretary of State
DIVISION OF CORPORATIONS

B9600000467

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JAN 26 PM 1:21

B/K 1/26/98

1. Name of Limited Partnership
1a. DOCUMENT #
B9600000467

HIGHWOODS/FORSYTH LIMITED PARTNERSHIP

Mailing Address
3100 Smoketree Court
Suite 600
Raleigh, NC 27604

Principal Office Address
3100 Smoketree Court
Suite 600
Raleigh, NC 27604

3. Date Formed or Registered
11/27/96

5a. Capital Contributions as Shown on record
-0-

3a. Date of Last Report
12/31/96

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

2. Mailing Address
Suite, Apt. #, etc.

2a. Principal Office Address
Suite, Apt. #, etc.

4. State or Country of Formation
NC

City & State

6. FEI Number
56-1869557 Applied For Not Applicable

Zip Country

7. Certificate of Status Desired \$8.75 Additional Fee Required

Zip Country

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

9. Name and Address of Current Registered Agent
CT 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 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)
HIGHWOODS PROPERTIES, INC.

11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)
3100 Smoketree Court
Suite 600

11b. City, State & Zip Code
Raleigh, NC

11c. Registration/Document Number
27604
F9600006406
400002416604--9
-01/23/98--01109--018
****156.25 ****156.25

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 Ronald P. Gibson DATE 1/23/98
Highwoods Properties, Inc. general partner

Typed or Printed Name of General Partner Signing Form RONALD P. GIBSON Daytime Telephone Number 919 872-4924