

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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LIMITED PARTNERSHIP ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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1. Name of Limited Partnership ASTON GARDENS AT PELICAN MARSH, LTD., L.P.	1a. DOCUMENT # B98000000419
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Mailing Address 2020 CLUBHOUSE DRIVE, P.O. BOX 5598 SUN CITY CENTER FL 33571	Principal Office Address 2020 CLUBHOUSE DRIVE, P.O. BOX 5598 SUN CITY CENTER FL 33571
2. Mailing Address 137 S. Pebble Beach Blvd. Suite, Apt. #, etc. Suite 205 City & State Sun City Center, FL Zip 33573 Country USA	2a. Principal Office Address 137 S. Pebble Beach Blvd Suite, Apt. #, etc. Suite 205 City & State Sun City Center FL Zip 33573 Country USA

3. Date Formed or Registered 06/26/1998	5a. Capital Contributions as Shown on record. \$599,800.00
3a. Date of Last Report	5b. Amount of Capital Contributions in FLORIDA to date:
4. State or Country of Formation DE	6. FEI Number 59-3518604 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
7. Certificate of Status Desired <input type="checkbox"/> \$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 HUTCHINSON, RICHARD 2020 CLUBHOUSE DRIVE SUN CITY CENTER FL 33571	Address Change only
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10. If changed, new Registered Agent/Office Name Richard Hutchinson Street Address (P.O. Box Number Is Not Acceptable) 137 S. Pebble Beach Blvd. Suite, Apt. #, etc. Suite 205 City Sun City Center FL Zip Code 33573

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) ASTON GARDENS AT PELICAN MAR Aston Gardens at Pelican Marsh, Inc.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 2020 CLUBHOUSE DRIVE 137 S. Pebble Beach Blvd.	11b. City, State & Zip Code SUN CITY CENTER FL 33- Sun City Center, FL 33573	11c. Registration/ Document Number F98000003645 300002723763--2 -12/28/98--01117--011 ****526.25 ****526.25
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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

V.P. + Treasurer

DATE 11/30/98

Typed or Printed Name of General Partner Signing Form

Richard Hutchinson - Aston Gardens at

Daytime Telephone Number 813-633-7704

Pelican Marsh, Inc.