

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

LIMITED PARTNERSHIP ANNUAL REPORT 1999	 B9800000732	FLORIDA DEPARTMENT OF STATE Sandra P. Northam Secretary of State DIVISION OF CORPORATIONS
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JAN 19 PM 3:21

1. Name of Limited Partnership TCI-II Investors, L.P.	1a. DOCUMENT # B9800000732
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Mailing Address 28 State Street, 37th Floor Boston, Massachusetts 02109	Principal Office Address	3. Date Formed or Registered 12/31/98	5a. Capital Contributions as Shown on record. -0-
		3a. Date of Last Report N/A	5b. Amount of Capital Contributions in FLORIDA to date: -0-
2. Mailing Address	2a. Principal Office Address	4. State or Country of Formation Delaware	
Suite, Apt. #, etc.	Suite, Apt. #, etc.	6. FEI Number	<input checked="" type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
City & State	City & State	7. Certificate of Status Desired	<input checked="" type="checkbox"/> \$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 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 FL Zip Code
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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) TCI-II Investors, Inc.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 28 State Street 37th Floor	11b. City, State & Zip Code Boston, MA 02109	11c. Registration/ Document Number F98000007139
800002752438-0 -01/22/99-01113-006 ***150.00 ***150.00 bpc 1/19/99			

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

DATE

1/16/99

Typed or Printed Name of General Partner Signing Form

Frederick S. Moseley IV, President of G.P.

Daytime Telephone Number

(860) 275-6244

CR2E003 (8/98)