

B98000000064



January 29, 1999

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Attn: Registration Section
409 E. Gaines Street
Tallahassee, Florida 32399

400002771104--9
-02/10/99--01019--001
***1750.00 ***1750.00

Re: B98000000064
St. Joe/Arvida Company, L.P.

Dear Sir or Madam:

Enclosed is the supplemental affidavit for the above-referenced partnership. The filing fee of \$1,750.00 represented by check number 00007201 drawn on the account 99-02/10/99--01019--001. The St. Joe Company was inadvertently sent without the affidavit. A copy of the check is enclosed. Also enclosed in the annual report and filing fee for the partnership for filing now that we are in compliance with Section 620.176, F.S.

If you have any questions, please do not hesitate to call me at 904/858-5201.

Thank you.

Sincerely,

Alison D. Kennedy

Alison D. Kennedy
Senior Counsel

*increasing
contributions
to \$2,000,000.00 \$1750.00*

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	ADK:vlh Enclosure
Acknowledgement	DCC
W. P. Verifier	DCC



February 5, 1999

VIA FEDERAL EXPRESS

Division of Corporations
Registration Section
Attn: Diane Cushing
409 E. Gaines Street
Tallahassee, Florida 32399

Re: B9800000000064
St. Joe/Arvida Company, L.P.

Dear Diane:

I spoke to Brenda, a supervisor of your office, today regarding the above-referenced corporation and the Annual Report, Supplemental Affidavit of Capital Contributions and checks for filing fee for same that, which have been crossing in the mail for several days now. I am enclosed the check for \$1,750 which I understand from Brenda is all that is currently needed for the filing of this Annual Report and Affidavit.

Thank you very much for your assistance. If you should have any questions or need anything further, please do not hesitate to call me at 904/858-5201.

Sincerely,

A handwritten signature in cursive script that reads "Alison".

Alison D. Kennedy
Senior Counsel

ADK:vlh
Encl.

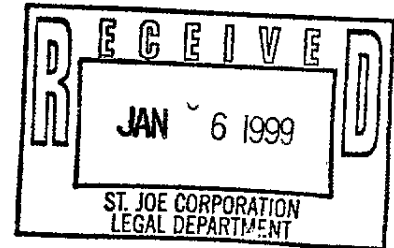


FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 21, 1998

ST. JOE/ARVIDA COMPANY, L.P.
1650 PRUDENTIAL DRIVE, SUITE 400
JACKSONVILLE, FL 32207

SUBJECT: ST. JOE/ARVIDA COMPANY, L.P.
Ref. Number: B98000000064



This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Chapter 620, Florida Statutes, requires a supplemental affidavit to be filed pursuant to section 620.112 or 620.176, Florida Statutes, any time the actual contributions of the limited partners exceed the anticipated amount of capital contributions on file with this office.

If we have had no written response within 60 days of this letter, we will consider your document abandoned.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 1, 1999

THE ST. JOE COMPANY
PO BOX 1380
JACKSONVILLE, FL 32201

Upon receipt of your letter and/or check(s) totaling \$1750.00, no document was found. Please send your document with any fees due to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Please return a copy of this letter to ensure your money is properly credited.

If you have any questions concerning the filing of your document, please call (850) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 799A00004228



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 5, 1999

ALISON D. KENNEDY
ST JOE
1650 PRUDENTIAL DRIVE, SUITE 400
JACKSONVILLE, FL 32207

SUBJECT: ST. JOE/ARVIDA COMPANY, L.P.
Ref. Number: B98000000064

We have received your document for ST. JOE/ARVIDA COMPANY, L.P. and your check(s) totaling \$526.25. However, the document has not been filed and is being retained in this office for the following:

The check intended for the supplemental affidavit has been returned to you as of February 1st. It was sent to the P.O. Box 1830. Please return the check if you haven't already to my attention.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 299A00005131

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting all of the general partners of St. Joe/Arvida Company, L.P, a Delaware Limited Partnership, executed this supplemental affidavit to be filed pursuant to section 620.176, Florida Statutes, as of the 21st day of January, 1999.

The total amount of the capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$2,000,000.

FURTHER AFFILIANTS SAYETH NOT.

Under penalties of perjury we declare that we have read the foregoing and that the facts are true, to the best of our knowledge and belief.

General Partners

ST. JOE/ARVIDA COMPANY, INC.

By: _____

Robert M. Rhodes
Senior Vice President

99 FEB 10 AM 10:50
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**JMB SOUTHEAST
DEVELOPMENT, L.L.C.**

By: _____

Stephen A. Lovelette
Vice President