

Ad 1000000948

Berman Rennert Vogel & Mandler, P.A.

8/1/2002

BRV&M

Mimi Gross, Paralegal
Direct Line 305.375.6585
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Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Baywinds Associates, Ltd.

AL

Dear Sirs:

Enclosed are the following items:

1. Supplemental Affidavit of Capital Contributions of the referenced limited partnership for filing with the Secretary of State of the State of Florida;
2. Acknowledgment Copy;
3. Our Firm's Real Estate Trust Account Check in the amount of \$1,750.00;
4. Self-addressed, stamped envelope for return of file-stamped Acknowledgment Copy.

FILED
02 AUG 5 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need anything further, please call me immediately at 305-375-6585.

Thank you.

Very truly yours,



Mimi Gross
Legal Assistant

Encls.

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
BAYWINDS ASSOCIATES, LTD.

The undersigned, as general partner of BAYWINDS ASSOCIATES, LTD., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to §620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners is \$ 5,286,110.00

The amount contributed and anticipated to be contributed by the limited partners is \$ 5,286,110.00.

As of this 24 day of June, 2002.

FURTHER AFFIANT SAYETH NOT.

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

BAYWINDS ASSOCIATES, LTD.,
a Florida limited partnership

By: CORNERSTONE BAYWINDS, L.L.C., a
Florida Limited liability company

By: [Signature]
Leon J. Wolfe, Vice President and Secretary

STATE OF FLORIDA)
) ss.:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me on June 24th, 2002, by Leon J. Wolfe, as Vice President and Secretary of CORNERSTONE BAYWINDS, L.L.C., a Florida limited liability company, as General Partner of BAYWINDS ASSOCIATES, LTD., a Florida limited partnership, on behalf of said limited partnership. He is personally known by me.



Leyani Roman
Commission # CC 930642
Expires April 23, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

[Signature]
Notary Public,
State of Florida at Large
Name: **LEYANI ROMAN**
Title: _____

[NOTARIAL SEAL]

My Commission Expires: