

A0400000/1165

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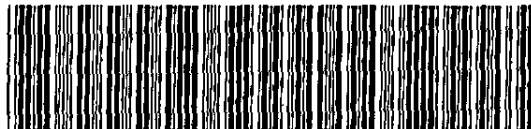
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-ALABAMA-FLORIDA

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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT: THE FREE-MARKET FUND, LTD.**  
(Name of Limited Partnership)

The enclosed Supplemental Affidavit and the fees in the amount of \$1,802.50 (filing fee and certified copies) are submitted for filing.

Please return all correspondence concerning this matter to the following:

**Anthony Wile**  
(Name of Person)

**The Free-Market Fund, Ltd.**  
(Firm/Company)

**c/o Scotia Capital Management Services, Inc.  
3630 Park Central Boulevard, N.  
Pompano Beach, Florida 33064**  
(Address)

For further information concerning this matter, please call: Anthony Wile at (954) 969-1201

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Make checks payable to Florida Department of State and mail to one of the  
address above**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

The undersigned general partner of THE FREE-MARKET FUND, LTD., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes.

The amount of capital contributions to date of the limited partners is \$600,000.

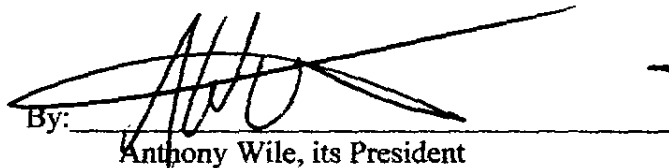
The total amount contributed and anticipated to be contributed by the limited partners is \$25,000,000.

Dated: January 9, 2005.

**FURTHER AFFLIANT 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.*

By: Scotia Capital Management Services, Inc.,  
the General Partner

By:   
Anthony Wile, its President

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TALLAHASSEE, FLORIDA

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