

SUITE 340 MEMPHIS, TN 38138 (901)682-6600 FAX (901)682-6667

May 7, 1999 A 29124

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

Re: Mid-America Apartments, LTD.

Paddock Club Jacksonville Paddock Park Apartments, L.P.

Paddock Park Ocala II

Paddock Club Tallahassee Phase II

Paddock Club Brandon

Paddock Club Jacksonville Phase II

Paddock Club Lakeland Paddock Club Tallahassee 400002874144--1

-05/13/99--01086--002 --**15134.08 | ***1750.00

Dear Sir or Madam:

Attached is our check number 448396, totaling \$4,376.25, for the 1999 filing fees for the above-referenced partnerships. Also enclosed is a check for \$15,134.08 for the additional capital contributions made to the partnerships and <u>Supplemental Affidavits of Capital Contributions for a Foreign Limited Partnership.</u>

Please call me at 901 682-6600, ext. 109, if you have any questions

Sincerely,

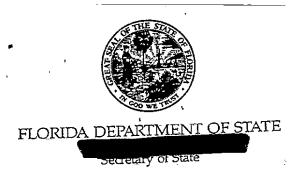
Mark S. Martini

Secretary and Treasurer

A29124

HMAY 13 PM 2: 26

5-13-9



SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

of the Auto Latelan	n d			
The undersigned general partners of <u>Paddock Club Lakelal</u> L.Pa(an) <u>Georgia</u>	1 <u>4 </u>			,
Limited Partnership, executed this supplemental affidavit filed pursuant to see	ction 6	20.176,		
Florida Statutes.				
The total amount of the capital contributions of the limited partners that is al	located	l for the	;	
purpose of transacting business in Florida is: \$ 19,253646.				
This 31 day of December , 1998				: -
FURTHER AFFIANT SAYETH NOT.				. :
Under penalties of perjury I declare that I have read the foregoing and that the best of my knowledge and belief.	the fac	cts are	true,	, <i>to</i> .
General Partner(s)				
MID-AMERICA APARTMENT COMMUNITIES, INC.	-			
By: Mand Amartin	=	_ _	G	
Seulan	<u> </u>		MM 6	
	3-	TARY ASSE	3	
FEES:		u÷si E, f.L(PH 2:	D_
\$7 per \$1,000 based on the additional contributions (Minimum \$52.50 - Maximum \$1,750.00)	<u>별</u> 그=	AGIST.	?: 26	-