

S & K

Property Management Inc.

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April 26, 2001

MJH

Florida Department of State
Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, Florida 32399

A29371

4/27

200004191872--1
-05/09/01--01132--017
***1750.00 ***1750.00

Gentlemen:

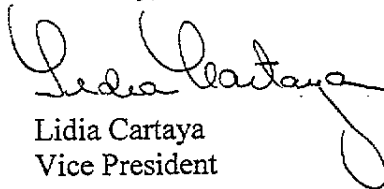
Enclosed please find the 2001 Uniform Business Report (UBR), Supplemental Affidavit of Capital Contributions, along with their respective filing fees, for:

- 1) American Equities Ltd. No. 4
- 2) American Equities Ltd. No. 6
- 3) American Equities Ltd. No. 7
- 4) Gull House Limited No. 2
- 5) Gull House Limited No. 3
- 6) Gull House Limited No. 4
- 7) Gull House Limited No. 15

Please contact this office should you have any questions in this regard.

As always, we thank you for your prompt attention to this matter.

Sincerely,


Lidia Cartaya
Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

\$1750.00-LP

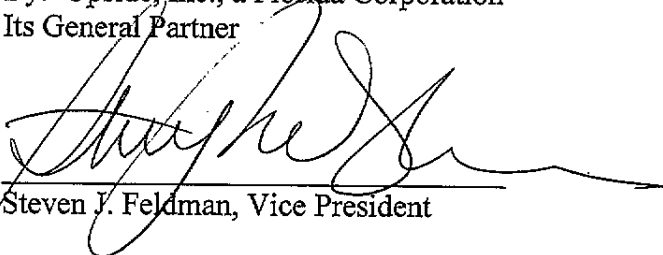
**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTION
FOR
AMERICAN EQUITIES LTD. NO. 7**

The undersigned, as General Partner of **AMERICAN EQUITIES LTD. NO. 7**, a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to Section 620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners is \$2,500,000.00.

DATED this 25th day of April, 2001.

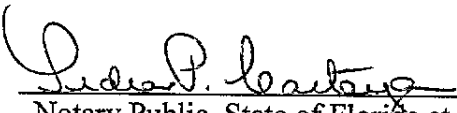
AMERICAN EQUITIES LTD. NO. 7
By: Upside, Inc., a Florida Corporation
Its General Partner


Steven J. Feldman, Vice President

STATE OF FLORIDA)
§
COUNTY OF DADE)

BEFORE ME this day, personally appeared, **Steven J. Feldman**, Vice President of **Upside, Inc.**, personally known to me, who, being first duly sworn, deposes and states that the above is true and correct to the best of his knowledge and belief.

SWORN TO and **SUBSCRIBED** before me this 25th day of April, 2001.


Notary Public, State of Florida at Large

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

