

A93000000724

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December 31, 1998

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Via Federal Express

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

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-01/11/99--01065--002
***1054.48 ***528.23

300002736223--2

Re: River Orchids Associates, Ltd.
Federal I.D. # 65-0451054
Charter No.: A93000000724



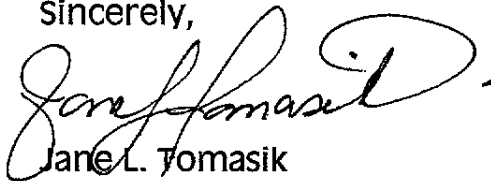
Dear Secretary of State:

I enclose the following:

1. 1999 Limited Partnership Annual Report for the above Limited Partnership;
2. Check No. 1116 for the amount of \$1,054.48, representing payment for filing fee (Department of State Fee: \$437.50, Affidavit Fee: \$528.23, and Supplemental Corporate Fee: \$88.75); and
3. Supplemental Affidavit of Capital Contributions for a Florida Limited Partnership.

Thank you for your kind assistance.

Sincerely,



Jane L. Tomasik
Legal Secretary

cc: Donald Lefton, Vice Chairman

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F.I.D.
SECRETARY OF STATE
DIVISION OF CORPORATIONS

\$528.23-CP

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SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the general partners of RIVER ORCHIDS ASSOCIATES, LTD., 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 \$1,212,798.35

This 31st day of December, 1998.

FURTHER AFFIANT SAYETH NAUGHT.

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.

GENERAL PARTNER

River Orchids Investment Corp.



W. Peter Temling, Secretary

Fees: \$7 per \$1000, based on the additional contributions
Minimum \$52.50 - Maximum \$1750.00

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS