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A93000000976

August 26, 1999

00002980090

Ms. Brenda Tadlock  
 Department of State  
 Division of Corporations  
 Limited Partnership Section  
 P.O. Box 6327  
 Tallahassee, Florida 32314

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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FILED

Re.: Eureka Plaza Company, Ltd.  
Our file no.: 98-139

Dear Ms. Tadlock:

Pursuant to our conversation of August 24, 1999, enclosed please find an Affidavit of the General Partner regarding the amount of capital contributions of the limited partners, along with an Amended and Restated Certificate of Limited Partnership. No fee is enclosed herewith for the affidavit, as you have advised that none is required due to the Department's error in computer data entry regarding the amount of the limited partners capital contributions. However, enclosed herewith is a check made payable to Secretary of State in the amount of FIFTY-TWO AND 50/100 DOLLARS (\$52.50) for filing the Amended and Restated Certificate of Limited Partnership of Eureka Plaza Company, Ltd. ✓

Thank you for your assistance in this matter. If you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

COLODNY, FASS & TALENFELD, P.A.

*Wendy Beck*  
 Wendy Beck

*Document being filed to correct our error. 9/3*

Name	
Availability	
Document Examiner	<i>WCB</i>
Up Enclosures	
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	

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3. COPY	
R. AGENT	<i>N/A</i>
TOTAL	
BALANCE	
REFUND \$	

AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF BROWARD

FILED  
99 SEP -3 PM 4:4  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

BEFORE ME, the undersigned notary public, personally appeared Philip Procacci, as President of Procacci Commercial Realty, Inc., a Florida corporation, sole General Partner of WHARTON INVESTMENT GROUP, LTD. who is personally known to me, and who, being duly sworn on this 26<sup>th</sup> day of August, 1999, states as follows:

1. He has personal knowledge of all matters set forth in this affidavit.

2. PROCACCI COMMERCIAL REALTY, INC., is the sole General Partner of EUREKA PLAZA COMPANY, LTD., (hereinafter referred to as "EUREKA") a Florida limited partnership. Philip Procacci is the president of Procacci Commercial Realty, Inc.

3. On September 24, 1993, EUREKA filed a combined Certificate of Limited Partnership and Affidavit of Contributions (hereinafter referred to as "Certificate") with the Florida Department of State, Division of Corporations.

4. In that Certificate, the amount of cash and a description of, and the agreed value of, the property contributed by each limited partner was explicitly set forth.

5. The total value of cash and/or property contributed by the limited partners at the time of the filing of the Certificate was \$1,386,000.00.

6. There have been no additional capital contributions of limited partners since the filing of the Certificate in September, 1993.

7. The certificate contains a statement that says "[t]he value of the capital contributions exceeds \$250,000.00 and no further contributions are anticipated."

8. The corporate detail record screen inaccurately lists the amount of active contributions of the limited partners as \$250,000.00, probably due to the inclusion of the above described statement in the Certificate, notwithstanding that the Certificate details actual limited partner contributions as \$1,386,000.00.

9. At this time, Procacci Commercial Realty, Inc. seeks to have the Department of State, Division of Corporations, correct its

records to reflect the actual contribution of the limited partners as set forth in the Certificate, to wit \$1,386,000.00.

FURTHER AFFIANT SAYETH NAUGHT.

PROCACCI COMMERCIAL REALTY, INC., as sole General Partner of Eureka Plaza Company, Ltd.

Nendy Beck

By: [Signature]  
Philip J. Procacci

Jacob Maceroff

Its: President

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of August, 1999, by Philip J. Procacci, as President, of PROCACCI COMMERCIAL REALTY, INC., the sole general partner of Eureka Plaza Company, Ltd., a Florida limited partnership, on behalf of the corporation, the corporation acting as sole general partner of Eureka Plaza Company, Ltd., a Florida limited partnership. [He/she is personally known to me] or has produced \_\_\_\_\_ as identification.

My commission expires:

[Signature]  
Signature of Acknowledger  
Darleen A. Lockwood  
Typed/Printed Name of Acknowledger



**DARLEEN A. LOCKWOOD**  
COMMISSION # CC 585137  
EXPIRES SEP 17, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.