

June 2, 2000

Via *Handwritten*

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

Re: 2000 Uniform Business Reports

Dear Sir or Madam:

Enclosed please find the following documentation:

1. Adco, Ltd. - Supplemental Affidavit of Capital Contributions and filing fee of \$52.50 (contributions were lower than originally anticipated);
2. Bryan Dairy FlexxSpace, Ltd. - Annual Report, filing fee check in the amount of \$526.25, letter from Department of State returning report for corrections, Supplemental Affidavit of Capital Contributions and filing fee check in the amount of \$1,750.00;
3. Cross Bayou FlexxSpace, Ltd. - Annual Report, filing fee check in the amount of \$526.25, letter from Department of State returning report for corrections, Supplemental Affidavit of Capital Contributions and filing fee check in the amount of \$1,750.00;
4. IBP FlexxSpace, Ltd. - Annual Report, filing fee check in the amount of \$526.25, letter from Department of State returning report for corrections, Supplemental Affidavit of Capital Contributions and filing fee check in the amount of \$1,750.00;
5. Pinellas FlexxSpace, Ltd. - Annual Report, filing fee check in the amount of \$526.25, letter from Department of State returning report for corrections, Supplemental Affidavit of Capital Contributions and filing fee check in the amount of \$1,750.00;
6. Pinebrook FlexxSpace, Ltd. - Supplemental Affidavit of Capital Contributions and filing fee of \$52.50 (contributions were lower than originally anticipated).

MJH

Thank you for your attention to this matter. Please do not hesitate to call me with your questions or comments at (305) 392-4051.

Very truly yours,

Carol Nazarkewich, CLA
Legal Assistant

Enclosures

F:\PRIVLADLER\MSOFFICE\WINWORD\ADGROUP\SECSTAT16.LTR.doc

700003280927--2
-06/08/00--01019--011
***1750.00 ***1750.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -6 PM 1:09
FF \$1750



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 9, 2000

IBP FLEXXSPACE, LTD.
1400 N.W. 107TH AVENUE
MIAMI, FL 33172-2704

SUBJECT: IBP FLEXXSPACE, LTD.
Ref. Number: A94000000937

We have received your document for IBP FLEXXSPACE, LTD. and check(s) totaling \$526.25. However, your check(s) and document are being returned for the following:

You have indicated in block 10 or 7b on the document that the contributions of the limited partners have gone beyond what we currently have on file. A supplemental affidavit must be filed pursuant to chapter 620, Florida Statutes. The filing fee is based on the additional amount of contributions calculated at a rate of \$7 per \$1000 with a minimum filing fee of \$52.50 and a maximum filing fee of \$1750.

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Registration/Qualification Section
Division of Corporations Letter Number: 100A00025713

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

The undersigned general partners of IBP FlexxSpace, 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: \$ 4,775,000.00.

This 31st day of May, 19 2000.

FURTHER AFFIANT 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.

General Partner(s)

Pinellas FlexxSpace LLC, its general partner
By: AP-Adler Investment Fund 2, L.P., its managing member
By: Adler Newco GP 2, Inc., its managing general partner

By: *Joel Levy*
Joel Levy, Executive Vice President

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -6 PM 1:09

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314