1/25/99

NUM: A95000000003 ST:FL ACTIVE/FL LP

1:23 PM FLD: 12/30/1994 EFF: 01/01/1995

FLD: 03/22/1995 LAST: AMENDMENT LAST: AMENDMENT FLD ACT CONT: 475,200.00 FEI#: 65-0544149

NAME

PRINCIPAL: 945 MARINER DR.

: TIVOLI ASSOCIATES, LTD.

ADDRESS

ANN REP

KEY BISCAYNE, FL 33149

RA NAME

: KUPERSTEIN, STANLEY H

RA ADDR

: 1428 BRICKELL AVENUE, 6TH FLOOR

MIAMI, FL 33131 US

: (1996) I 02/21/96

(1997) I 01/27/97 (1998) I 01/20/98

800002754398--4 -01/26/99--01014--002 ***1750.00 ***1750.00

CHANGED: 01/20/98

1. MENU, 3. PARTNERS, 4. EVENTS, 5. NOTES

ENTER SELECTION AND CR:

=\$1750,00



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 3, 1998

TIVOLI ASSOCIATES, LTD. 945 MARINER DRIVE KEY BISCAYNE, FL 33149

SUBJECT: TIVOLI ASSOCIATES, LTD.

Ref. Number: A95000000003

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Chapter 620, Florida Statutes, requires a supplemental affidavit to be filed pursuant to section 620.112 or 620.176, Florida Statutes, any time the actual contributions of the limited partners exceed the anticipated amount of capital contributions on file with this office.

If we have had no written response within 60 days of this letter, we will consider your document abandoned.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned general p	eartners of _	Tivoli	Assoc	ATES,	<u></u>
Florida Limited Partnersh	iip, executed the	his supplemental at	fidavit filed pur	suant to section	620.112,
Florida Statutes.					
The total amount of the	capital contrib	utions of the limite	ed partners is: \$	_3,885,500	.00 × E
This 24_{TH} day of _		ECEMBER	<u> </u>	19 <u>98</u> * incl	edes 7
FURTHER AFFIANT	SAYETH NO	9T.	,	AN11	udes (1) ANT
Under penalties of perju	ry I declare th ge and belief.	at I have read the	foregoing and t	hat the facts are	e true, to
	<u> Couc</u>	General	Partner(s)		
					SECRETARY OF STA

INHSE20(3/95)

\$7 per \$1,000 based on the additional contributions

(Minimum \$52.50 - Maximum \$1,750.00)