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December 14, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-12/22/98--01027--008
***1750.00 ***1750.00

Re: Limited Partnership Annual Reports
Supplemental Affidavits of Capital Contributions

Gentlemen:

In connection with the entities listed below, we enclose herein the required Limited Partnership Annual Reports. In addition, where applicable Supplemental Affidavits of Capital Contributions are also enclosed. Checks for the required indicated annual filing fees and for payment of the separate filing fees related to the additional capital contributions are also enclosed. The entities for which this submission is being made are as follows.

- Boca Mgroup Ltd.
- Coral Mgroup Ltd.
- Marco Mgroup Ltd.
- PGA Mgroup Ltd.
- Plantation Mgroup Ltd.
- Regency Mgroup Ltd.
- Royal Mgroup Ltd.
- Shenandoah Mgroup Ltd.
- Woods Mgroup Ltd.
- Wellington Mgroup Ltd.

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Kindly acknowledge receipt of these returns and related affidavits by stamping the duplicate copy of this letter and returning it to me in the enclosed self-addressed envelope.

Name	Availability	Thank you for your anticipated cooperation in this matter.
Document		
Printer	DCC	
	DCC	
Printer	DCC	
	DCC	
RN/ssa	DCC	
Enclosures		
cc: R. Michaelson	DCC	
cc: Verifier		

Very truly yours,

Richard Nichols
Richard Nichols

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FF \$1750.00

increasing contributions
to \$1,799,066.00

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of SHENANDOAH MGROUP 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 \$ 1,799,066.

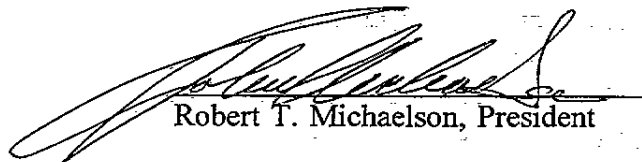
This 10th day of December, 1998.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury we declare that we have read the foregoing and that the facts are true, to the best of our knowledge and belief.

General Partners

Shenandoah MGP Corp. by:


Robert T. Michaelson, President

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