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ROGERS TOWERS
BAILEY JONES & GAY, P.A.

1,750.00

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April 12, 2001

BY FEDERAL EXPRESS

Mr. Buck Kohr, Document Specialist
Florida Department of State
Division of Corporations
Limited Partnerships Section
409 East Gaines Street
Tallahassee, Florida 32399

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-04/13/01--01080--015
***2276.25 ***1750.00

RE: Trinity Fund, Ltd.
Spirit Fund, Ltd.
Covenant Partners, Ltd.

Dear Buck:

As we discussed by telephone last week, enclosed for your *direct* handling are 2001 Uniform Business Reports (UBR) to be filed with the Department of State for the three limited partnerships referenced above. I have attached to each UBR a Supplemental Affidavit of Capital Contributions contemplating an anticipated increase in future capital contributions by the limited partners for each partnership. Also enclosed are three checks, each in the amount of \$2,276.25, for the appropriate UBR Filing Fee (\$526.25) and Supplemental Affidavit Fee (\$1750.00) for each limited partnership.

Thank you again for your assistance in the filing of the enclosed UBRs and Supplemental Affidavits. If you have any questions regarding the enclosed items, please do not hesitate to contact me at (904) 346-5581.

Very truly yours,



Ruth S. Fabella
Paralegal

RSF:mtf
Encls.

cc: J. Kirby Chritton, Esq. (w/encls.)

mk 4/13

ST. AUGUSTINE

JACKSONVILLE

TALLAHASSEE

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR SPIRIT FUND, LTD.

FILED
01 APR 13 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, General Partners of Spirit Fund, 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 \$700,000.00.

The total amount contributed and anticipated to be contributed by the Limited Partners is \$ 100,000,000.00.

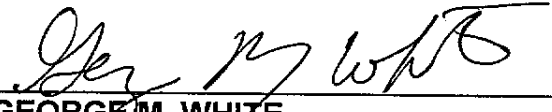
This 3rd day of April, 2001.

FURTHER AFFIANT SAYETH NOT.

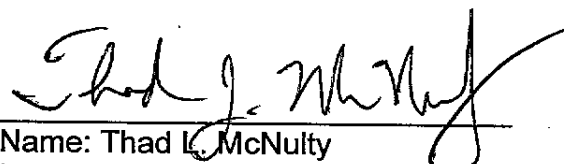
Under the penalties of perjury, we declare that we have read the proceeding and that the facts are true, to the best of our knowledge and belief.

GENERAL PARTNERS:


THAD L. MCNULTY


GEORGE M. WHITE

TRINITY CAPITAL OF JACKSONVILLE, INC.,
a Florida corporation

By: 
Name: Thad L. McNulty
Its: President