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July 27, 2000

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REFER TO FILE NO.
48284-23

By Federal Express

State of Florida, Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Filing of KapKids, LTD. Supplemental Affidavit of Capital Contributions

To Whom It May Concern:

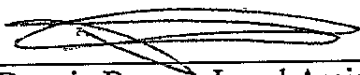
Enclosed is an original and one photocopy of a Supplemental Affidavit of Capital Contributions for a Florida Limited Partnership for the above referenced limited partnership.

Please file the original, stamp the copy with the date and time of filing and return the copy to me in the enclosed self-addressed envelope. The enclosed check from Kaplan Associates (#1161), payable to the Florida Secretary of State in the amount of five hundred and sixty-dollars (\$560), is to cover the state filing fees for filing said document.

Please call GERALYN HUMPHREY of this office if you have any questions.

Very truly yours,

ORLOFF, LOWENBACH, STIFELMAN
& SIEGEL, P.A.

By 
Darwin Barney, Legal Assistant

Enclosures (2)

FILED
00 JUL 28 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED
00 JUL 28 AM 10:04
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

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

The undersigned general partners of KAPKIDS, LTD.

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: \$ 80,000 *(for year 1999).

This 20 day of June, 199 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)

Elbert A. Kaplan

Elbert A. Kaplan, Trustee of the

Elbert A. Kaplan Living Trust, u/t/a/d 10/4/90

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)

*Total amount of capital \$384,881 by Limited Partners
less \$304,881.00 prior capital contributions
previously reported.

INHSE20(3/95)

FILED
00 JUL 28 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA