1/06/99

NUM: A97000001761 ST:FL ACTIVE/FL LP

- FLD: 08/13/1997

LAST: CONTRIBUTION CHANGE

FLD: 03/03/1998

FEI#: 58-2340284 ...

NAME : HILL & BRAND PRODUCTIONS, LTD. 2

PRINCIPAL: 3212 RAINTREE CIRCLE

ADDRESS

CULVER CITY, CA 90230 RA NAME : HILLENBRAND, HYMAN

RA ADDR : 201 SOUTH BISCAYNE BLVD., STE. 1330 MIAMI, FL 33131 US

ANN REP

(1998) I 03/03/98

1. MENU, 3. PARTNERS, 4. EVENTS

ENTER SELECTION AND CR:

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SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned, contituting all of the general partners of Hill & Brand Productions, Ltd. 2, 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 \$800,000.

This 21st 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 Partner:

Hill & Brand Productions, Inc.

By: David Hillenbrand

Its: Vice President

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