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(((H98000013432 3)))

TO: DIVISION OF CORPORATIONS

(850)922-4000

FAX #:

FROM: BILZIN, SUMBERG DUNN PRICE & AXELROD LLP

ACCT#:

075350000132

CONTACT: KENDALL SPARKMAN

PHONE: (305)374-7580

FAX #:

(305)350-2446

NAME: QUAYSIDE PLACE PARTNERS, LTD.

AUDIT NUMBER...... H98000013432

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

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PAGES.....

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W. P. Verifyer

FAX AUDIT NO. H98- 13432

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)	
COUNTY OF MIAMI-DADE) }	SS:

BEFORE ME, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgments in and for the State and County aforesaid, personally appeared Ezra Katz ("Affiant"), as President of QUAYSIDE PLACE, INC., a Florida corporation (the "Corporation"), which Corporation is the sole general partner of QUAYSIDE PLACE PARTNERS, LTD., a Florida limited partnership (the "Limited Partnership"), who, after first being duly sworn on oath, deposes and says as follows on behalf of the Corporation:

- 1. Affiant is the President and duly authorized to act on behalf of the Corporation, which is the sole general partner of the Limited Partnership.
- 2. As of the date hereof the limited partners of the Limited Partnership have actually contributed to the capital of the Limited Partnership \$495,000 of a maximum aggregate of up to \$4,950,000 in capital contributions anticipated to be contributed to the Limited Partnership by its limited partners.
- 3. Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant has read and understands the contents of this Affidavit and the facts stated herein are true and correct to the best of his knowledge and belief.

Dated: July 1/9 , 1998.

Ezra Katz, as President and on behalf Quayside Place, Inc., a Florida corporation

The foregoing instrument was acknowledged, sworn to and subscribed before me this day of July, 1998, by Ezra Katz, as President of QUAYSIDE PLACE, INC., a Florida corporation, on behalf of said corporation; such individual is personally known to me.

My Commission Expires:

[NOTARIAL SEA

LINDAS. SHWAKE

EXPIRES: May 3, 2002 Bonded Tinu Notary Public Underwrited See ial No., if any:

nt Name: Linda 5. Shwaka MY COMMISSION # CC 72957 NO TARY PUBLIC, State of Florida

This instrument prepared by: Brian L. Bilzin, Esquire Florida Bar No. 244252

BILZIN SUMBERG DUNN PRICE & AXELROD LLP 2500 First Union Financial Center

Miami, Florida 33131-2336 Telephone: 305-374-7580

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