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Tempus Resorts Management, Ltd.
(Requestor's Name)

7380 Sand Lake Rd., Ste. 600
(Address)

Orlando, FL 32819
(City/State/Zip/Phone #)

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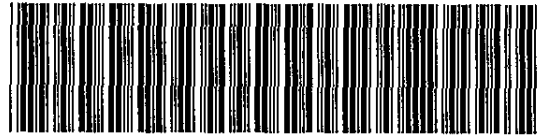
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TALLAHASSEE, FLORIDA

JB
2-5-03

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

The undersigned general partners of Tempus Resorts Management, 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: \$ 2,157,171.

This 29th day of December, 2002.

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)

TPI Holdings, LLC
by: [Signature]
its: Chief Legal Officer

Fees:
\$7 per \$1000, based on additional
contributions
Minimum \$ 252.50
Maximum \$1750.00

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TALLAHASSEE, FLORIDA

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
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