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SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned notary public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Jim Zengage, as President of Retail Concepts, Inc., a Florida corporation, and Richard G. Cherry, as Vice President of Max Realty Corporation, a Florida corporation, constituting all of the general partners of Ocean Dixie, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being duly sworn, certified as follows:

1. The amount of the capital contributions of the limited partners to date is \$1,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time is \$50,000.00.

FURTHER AFFIANT SAYETH NAUGHT.

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

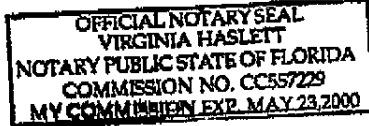
Retail Concepts, Inc.
a Florida corporation

Max Realty Corporation,
a Florida corporation

By: [Signature]
Jim Zengage, President
Date: May 28, 1999

By: [Signature]
Richard G. Cherry, Vice President
Date: May 28, 1999

SWORN TO and subscribed before me this 28 day of May, 1999 by Jim Zengage, who is personally known to me.



(Official Seal)

[Signature]
Notary Public

SWORN TO and subscribed before me this 28 day of May, 1999 by Richard G. Cherry, who is personally known to me.

[Signature]
Notary Public

(Official Seal)

Prepared by: Richard G. Cherry, Esq.
Cherry & Spencer, P.A.
1665 Palm Beach Lakes #600
West Palm Beach, FL 33401
Fla Bar No: 303860
FAN: H99-13048



JULIE N. KRAUSS
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