

499 000000858

Peter Blatt, Esq.
Direct Dial: (561) 650-0416
E-Mail: pblatt@jones-foster.com

July 7, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Supplemental Affidavit for Talmage Family Limited Partnership and
Talmage II Family Limited Partnership
UBR Report Talmage Family Limited Partnership
UBR Report Talmage II Family Limited Partnership/ A99-858

Dear Sir or Madam:

Enclosed please find two (2) Supplemental Affidavit of Capital Contributions, along with two (2) checks, each in the amount of \$1,750.00, to cover the filing fee for each Supplemental Affidavit of Capital Contribution for the above referenced limited partnerships.

Also enclosed are two (2) UBR reports, along with four (4) checks totaling \$1,052.50, to cover the filing fee for the UBR reports for the above referenced limited partnerships.

If you have any questions, please feel free to call me.

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-07/11/00--01008--007
***1750.00 ***1750.00

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By: Peter Blatt
Peter Blatt

PB:sls

cc: Mr. and Mrs. Talmage (w/encls.)
Andrew Kallenberg, CPA (w/encls.)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 17, 2000

PETER BLATT
JONES FOSTER JOHNSTON & STUBBS, PA
PO BOX 3475
WEST PALM BEACH, FL 33402-3475

SUBJECT: TALMAGE II FAMILY LIMITED PARTNERSHIP
Ref. Number: A99000000858

We have received your document for TALMAGE II FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$1750.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amount named in your affidavit is the same as the amount currently shown on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 300A00039053

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JONES
FOSTER
JOHNSTON
& STUBBS, P.A.
Attorneys and Counselors

Flagler Center Tower, Suite 1100
505 South Flagler Drive
West Palm Beach, Florida 33401
Telephone (561) 659-3000

Mailing Address
Post Office Box 3475
West Palm Beach, Florida 33402-3475
Facsimile (561) 832-1454

Peter Blatt, Esq.
Direct Dial: (561) 650-0416
E-Mail: pblatt@jones-foster.com

July 20, 2000

Florida Department of State
Division of Corporations
Attn: Lee Rivers
P.O. Box 6327
Tallahassee, FL 32314

RE: Letter Number: 300A00039053

SUBJECT: Talmage II Family Limited Partnership

Dear Mr. Rivers:

Enclosed please find the Supplemental Affidavit for the above-mentioned limited partnership with the correct amount of capital contribution.

If you have any questions, please feel free to call me.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By: Peter Blatt
Peter Blatt

PB:sls

Enclosure

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TALLAHASSEE FLORIDA

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

The undersigned general partners of the TALMAGE II FAMILY LIMITED PARTNERSHIP, 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 \$7,000,000.00.

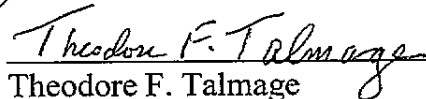
This 15 day of June, 2000.

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)


Jean C. Talmage


Theodore F. Talmage

Fees:	
\$7 per \$1000, based on additional contributions	
Minimum \$	52.50
Maximum	\$1750.00

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE FLORIDA