

OF COUNSEL

J.D. WINGARD, JR.

JEROME A. ZIVAN**

sheryl@bartfleet.com

March 14, 2000

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

500003172656--5 -03/16/00--01087--005 ***1750.00 ***1750.00

Re: Agnes Bass Family Partnership, Ltd.

Dear Sir:

A99-2212

Enclosed please find a Supplemental Affidavit of Capital Contributions to be filed with your office for the above-referenced limited partnership, together with a check in the amount of \$1,750.00, tendered as payment of your filing fee.

Thank you for your assistance in this matter.

Sincerely,

Sheryl F. McCowen, CLA

Paralegal to H. Bart Fleet

/sm Enclosures cc: Agnes Bass Lilly Hill

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SECRLIAKY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF OKALOOSA

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the General Partners of AGNES BASS FAMILY PARTNERSHIP, LTD., a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date of the limited partners of the Partnership is \$ 385,000.00.

Dated this 14 day of March, 2000.

FURTHER AFFIANT SAYETH NOT.

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

STAFF RESTAURANT, INC.

LILLIAN B. HILL, Its President General Partner of the Partnership

SWORN TO AND SUBSCRIBED before me this Hill of STAFF RESTAURANT, INC., on behalf of STAFF RESTAURANT, INC., who produced FL DL #H400-522-49-929-0 as identification.

Notary Public

My Commission Expires:

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McCawen