

B94000000239

THE ENTREPRENEURIAL VALUE FUND, L.P.

3003 TAMiami TRAIL, 3RD FLOOR
NAPLES, FL 34103

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB -4 AM 11:37

January 22, 1999

VIA OVERNIGHT MAIL

Florida Department of State
Division of Corporations
Attn: Cathy A. Mitchell
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -4 PM 2:16

Re: The Entrepreneurial Value Fund, L.P. #B94000000239

Dear Cathy:

CM

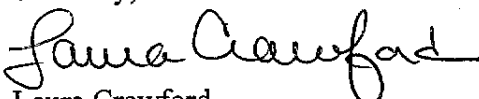
Enclosed please find the following original documents and checks that you requested on January 13, 1999:

<i>Entity</i>	<i>Document Enclosed</i>
Entrepreneurial Value Fund, L.P.	Check #173 in the amount of \$981.25 300002764023--1 -02/04/99--01001--026 ***1750.00 ***1750.00
Entrepreneurial Value Fund, L.P.	Application for Reinstatement for Limited Partnership
Entrepreneurial Value Fund, L.P.	Certificate of Amendment to Application for Registration
Entrepreneurial Value Fund, L.P.	Supplemental Affidavit of Capital Contributions for a Foreign Limited Partnership
SPS Management, LLC	Check #1060 in the amount of \$1,066.25
SPS Management, LLC	Application for Reinstatement for Limited Liability Company

Per our telephone conversation, these documents and checks should satisfy all filing requirements for the Florida Department of State through 1999 for both the Entrepreneurial Value Fund, L.P. and SPS Management, LLC.

Should you require any additional information, please contact me at (941) 434-4051. Thank you for your assistance.

Sincerely,



Laura Crawford
Controller



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

The undersigned general partners of Entrepreneurial Value Fund, L.P.,
a(an) Delaware

Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.176,
Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the
purpose of transacting business in Florida is: \$ 52,447,648.

This 15 day of January, 19 99.

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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)

SPS Management, LLC


Bruce S. Sherman

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)