

L97000001382

Renaud Cowez
Innisbrook Resort Ext. 2245
U.S. 19 North
Tarpon Springs, Florida 34689

March 13, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

Re: Second Amended Affidavit of Membership and Contributions
Rephil, L.C.
Doc. No. L97000001382

8000002463238-4
-03/20/98-01043-002
*****52.50 *****52.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CM

Dear Sir or Madam:

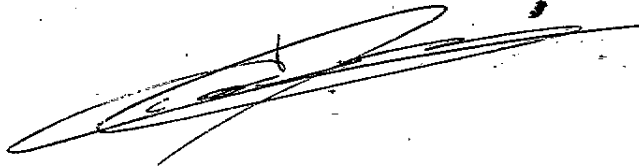
Please find enclosed the Second Amended Affidavit of Membership and Contributions for
Rephil, L.C.

The following filing fees are included: \$52.50

Please send confirmation to Joseph B. McFarland, P.A., P.O. Box 19050, Tampa, FL 33686-
9050. Thank you for your assistance.

Sincerely,

Renaud Cowez
Member, Rephil LC



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TALLAHASSEE, FLORIDA

REPHIL, L.C.

SECOND AMENDED AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Rephil, L.C., a Florida Limited Liability Company, deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) by July 15, 1998 is \$175,000.
3. If any, the agreed value of property other than cash contributed by member(s) is \$ 0.00. A description of the property is attached and made a part hereto.
4. The total amount of cash and property anticipated to be contributed by member(s) is \$175,000. This total includes amounts from items 2 and 3 above.

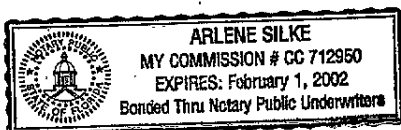
Signature of Renaud Cowez, member

(In accordance with Sec. 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA
COUNTY OF Pinellas

I HEREBY CERTIFY that before me, the undersigned authority, this day appeared Renaud Cowez, to me personally known or provided as identification, and who signed the foregoing Affidavit, and who acknowledged before me that he executed the same freely and voluntarily for the uses and purposes herein expressed.

WITNESS my hand and official seal at Palm Harbor Florida, this 18 day of March, 1998.



Arlene Silke
NOTARY PUBLIC
State of Florida at Large
My Commission expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA