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FILING COVER SHEET

REFERENCE:	0/71.1249 0000023788102 -12/22/9701034023 *****420.00 *****105.00
DATE:	12-22-97
CONTACT:	CINDY HICKS
FROM:	CORPORATE & CRIMINAL RESEARCH SERVICES
	103 N. MERIDIAN STREET EFFECTIVE DATE
	TALLAHASSEE, FL 32301
TELEPHONE:	Vistom OP Trupstneatelt
SUBJECT:	VISICA DE CO
	SSEE A T
STATE FEES PREPAID WI	TH CHECK # <u>4/580</u> FOR \$
PLEASE FILE:	relation Effective date 12/31/97
() ARTICLES OF INC.	() AMENDMENT () DISSOLUTION () ANNUAL REPORT
() QUALIFICATION	LIMITED PARTNERSHIP () ANNUAL REPORT
() FICTITIOUS NAME	() LIMITED LIABILITY () REINSTATEMENT
() UCC-1	591AVW59935.
PROVIDE US WITH:	() CERTIFICATE OF STATUS () STAMPED COPY
CERTIFIED COPY	() CERTIFICATE OF SELECT
·	LP-52.50) CERT 52.50
Examiner's Initials	CERT 32, 50 /
BK12	[22/97]

CERTIFICATE OF CANCELLATION FOR VISTANA OP INVESTMENT, LTD.

STATE OF THE OWN Pursuant to the provisions of Section 620.113, Florida Statutes, VISTA INVESTMENT, LTD. (the "Partnership"), whose certificate was filed with the Florida Department EFFECTIVE DAIL of State on June 21, 1996, hereby submits this Certificate of Cancellation.

FIRST: The Partnership has elected to be governed by the provisions of the Florida Revised Uniform Partnership Act of 1995 pursuant to Section 620.90(3), Florida Statutes and, effective as of the close of business on December 31, 1997, will convert from a limited partnership to a partnership (i.e., a general partnership) pursuant to the provisions of Section 620.8903, Florida Statutes. This Certificate of Cancellation is being filed pursuant to the requirements of Section 620.8903(3), Florida Statutes.

SECOND: This Certificate of Cancellation shall be effective as of the close of business on December 31, 1997.

THIRD: Signature of the sole general partner:

EFFECTIVE DATE

VISTANA OP INVESTMENT, INC.

Print Title:

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