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Division of Corporations
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VOLUNTARY CANCELLATION OF LP

C.E. UNTERBERG, TOWBIN ADVISORS, L.P.

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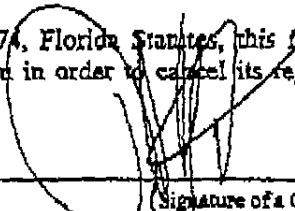
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[Signature]

**CERTIFICATE OF CANCELLATION
FOR**

C.E. Unterberg, Towbin Advisors, L.P.

(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.174, Florida Statutes, this foreign limited partnership hereby submits this certificate of cancellation in order to cancel its registration with the Florida Department of State.



(Signature of a General Partner)

Robert M. Matluck, President of Robert M. Matluck, Inc. (a General Partner)

(Typed or Printed name of General Partner Signing Above)

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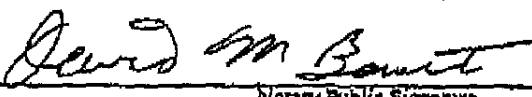
STATE OF New York

COUNTY OF New York

On this 02 day of December, 2003, Robert M. Matluck personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

DAVID M. BARRETT
Notary Public, State of New York
No. 018A8015897
Qualified in Suffolk County
Commission Expires Nov. 2, 2006



Notary Public Signature

Notary's Printed Name

Seal My Commission Expires: _____