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FILED  
2001 SEP 26 PM 3:41  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Patricia Pizano

ACCOUNT NO. : 072100000032

REFERENCE : 605385 4382779

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : September 24, 2001

ORDER TIME : 12:54 PM

ORDER NO. : 605385-020

CUSTOMER NO: 4382779

000004612590--2

CUSTOMER: Mr. Richard Borovoy  
Ubs Painewebber Inc.  
1285 Avenue Of The Americas  
37th Floor  
New York, NY 10019

FOREIGN FILINGS

NAME: THIRD INCOME PROPERTIES, INC.

XX CORPORATE  
       LIMITED PARTNERSHIP  
       LIMITED LIABILITY COMPANY

XXXX WITHDRAWAL/CANCELLATION

C. Coulllette SEP 26 2001

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF STATE

CONTACT PERSON: Janna Wilson - EXT# 1155

RECEIVED  
EXAMINER:

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

THIRD INCOME PROPERTIES, INC.  
(Name of Corporation)

Delaware  
(Incorporated Under Laws Of)

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TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

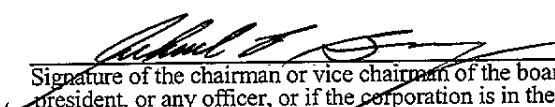
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

1000 Harbor Boulevard, 9th Floor  
(Mailing Address)

Weehawken, NJ 07087  
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

  
Signature of the chairman or vice chairman of the board,  
president, or any officer, or if the corporation is in the hands of a  
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Assistant Secretary  
Title

Richard P. Borovoy  
Typed or printed name

9/21/01  
Date