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CAPITAL CONNECTION, INC.417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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CERTIFICATE OF CANCELTATION FOR HOOTERS OF STATEN ISLAND, LTD.

Pursuant to the provisions of Section 620.113, Florida Statutes, the undersigned, as the sole general partner of Hooters of Staten Island, Ltd., a Florida limited partnership (the "Partnership"), hereby submits this certificate of cancellation for the Partnership.

FIRST: The name of the limited partnership is Hooters of Staten Island, Ltd.

SECOND: The certificate of limited partnership for the partnership was filed with the

Florida Department of State on February 29, 2000.

THIRD: The reason the Partnership is filing this certificate of cancellation is that

all of the partners have consented to dissolve the Partnership and have wound up the affairs of the Partnership and distributed all of its assets in

accordance with Sections 620.159 and 620.162, Florida Statutes.

FOURTH: This certificate of cancellation shall be effective at the time of its filing

with the Florida Department of State.

GENERAL PARTNER:

Hooters of Staten Island, Inc.

By:

Neil G! K

President

CERTIFICATE OF TERMINATION OF EXISTENCE OF HOOTERS OF STATEN ISLAND, INC.

Under Section 1311 of the Business Corporation Law

Filed by:

David P. Burke

Carlton Fields, P.A. P.O. Box 3239

Tampa, FL 33601-3239

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