

ATTORNEYS AT LAW

BOCA RATON · FT. LAUDERDALE · MIAMI · ORLANDO · TALLAHASSEE · TAMPA · WEST PALM BEACH

390 NORTH ORANGE AVENUE SUITE 1100 ORLANDO, FLORIDA 32801 PO BOX 4961 (32802-4961) TEL: (407) 839-4200 FAX: (407) 425-8377

Reply to:
HELEN BROCK FORD
DIRECT LINE: (407) 481-5222
DIRECT FAX: (407) 650-0952
INTERNET: hford@broadandcassel.com

December 18, 1998

Florida Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

300002718233--3 -12/21/98-01125-019 *****52.50 *****\$2.50

Re:

Winderley Partners, Ltd.

Dear Sir/Madam:

Enclosed for filing, please find an original and one (1) copy of the proposed Certificate of Cancellation of Winderley Partners, Ltd. Check number 2601 in the amount of \$52.50 is enclosed representing the filing fee for said cancellation. Please return a filed copy, of the enclosed certificate to the undersigned at your earliest convenience.

Sincerely,

Helen Brock Ford

Paralegal

/hbf

Enclosures

cc: Susan M. Gannon

H12011

CERTIFICATE OF CANCELLATION OF WINDERLEY PARTNERS, LTD.

The undersigned, sole General Partner of Winderley Partners, Ltd., a Florida limited partnership (the "Partnership"), pursuant to Section 620.113 of the Florida Revised Uniform Limited Partnership Act (1986), hereby submits the following:

- 1. The name of the limited partnership is Winderley Partners, Ltd.
- 2. The date of filing of the certificate of limited partnership was October 31, 1983.
- 3. The reason for filing the certificate of cancellation is that the Partnership is no longer conducting affairs in the State of Florida which requires the continuance of the Partnership.

The undersigned has hereunto set his hand and seal this 18th day of December, 1998.

GENERAL PARTNER:

Maitland Center Management Corp. a Florida corporation

C. Ken Bishop, President