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July 27, 1998

Florida Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-07/31/98 - 01034--002
*****52.50 *****52.50

Re: Certificate of Cancellation of Certificate of Limited
Partnership of Hillcrest Partners, Ltd.

Dear Sir or Madam:

Enclosed herewith please find an original Certificate of Cancellation of Certificate of Limited Partnership of Hillcrest Partners, Ltd. for filing with the Florida Department of State. Also enclosed is our law firm's check in the amount of \$52.50 representing the filing fee for the Certificate of Cancellation.

Please file this document immediately upon receipt and kindly acknowledge your receipt and filing of the same on a copy of this letter. A self-addressed postage paid envelope is enclosed for your convenience.

Thank you for your assistance in this matter. If you have any questions concerning the above, please feel free to telephone me.

Name	MAH
Availability	MAH
Document Examiner	MAH
Updater	MAH
Updater Verifyer	MAH
Acknowledgement	MAH
W. P. Verifyer	MAH

Very truly yours,

Gail S. Andre
Gail S. Andre
Legal Assistant to
Loran A. Johnson

gsa
Enclosures
914125/60968/89708

c: Loran A. Johnson, Esquire

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A MEMBER OF COMMERCIAL LAW AFFILIATES, A WORLDWIDE ORGANIZATION OF INDEPENDENT LAW FIRMS.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 31 PM 1:45

CERTIFICATE OF CANCELLATION OF
CERTIFICATE OF LIMITED PARTNERSHIP OF
HILLCREST PARTNERS, LTD.

Pursuant to Section 620.113 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of **HILLCREST PARTNERS, LTD.**, a limited partnership organized and existing under the Florida Revised Uniform Limited Partnership Act of the State of Florida (the "Partnership"), hereby makes and files with the Department of State of the State of Florida this Certificate of Cancellation of Certificate of Limited Partnership of the Partnership for the purpose of cancelling the Partnership's Certificate of Limited Partnership issued by the Secretary of State of the State of Florida on July 2, 1984.

1. Name of Partnership. The name of the Partnership is HILLCREST PARTNERS, LTD.

2. Date of Filing of Certificate of Limited Partnership and Amendments. The Certificate of Limited Partnership of the Partnership was filed with the Department of State on July 2, 1984 and was assigned document number A17377. Amendments to the Certificate of Limited Partnership of the Partnership were filed with the Florida Secretary of State on September 17, 1984, September 23, 1988 and September 8, 1992.

3. Reason for Cancellation. The Certificate of Limited Partnership of the Partnership is being cancelled as the Partnership's assets have been sold, its liabilities have been paid and/or provided for, and its remaining assets have been distributed to its partners. As a result, the Partnership has been dissolved.

4. Effective Date of Cancellation. This Certificate of Cancellation of Certificate of Limited Partnership shall be effective as of the date of filing this Certificate.

EXECUTED this 23 day of July, 1998.

SOLE GENERAL PARTNER:

William H. Hall
WILLIAM H. HALL, M.D.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 31 PM 1:45