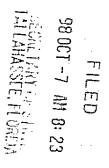


ATTORNEYS AND COUNSELORS

CHRISTY FLOYD DIRECT DIAL (205) 458-5342 E-MAIL: CFLOYD@BURR.COM Post Office Box 830719 Birmingham, Alabama 35283-0719

> (205) 251-3000 (205) 458-5100 (Fax)

October 6, 1998



## VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: Key-Royal Realty No. II, Ltd.

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Dear Sir or Madam:

Enclosed please find two original Certificates of Cancellation for the above-referenced limited partnership which is registered with your state. I have also enclosed a check in the amount of \$105.00 in payment of filing fees and certified copy fees.

I would appreciate your returning the acknowledgment of filing and the certified copy of the filing to me at the above address. I have enclosed a self-addressed Federal Express envelope for your convenience.

If you have any questions or need any additional information, please do not hesitate to contact me at the above number. Thank you in advance for your time and help with this matter.

Very truly yours,

Christy Floyd

Legal Assistant

Enclosures

cc: Louis H. Anders, Esquire

579572.1

Birmingham SouthTrust Tower 420 North Twentieth Street, Suite 3100 Birmingham, Alabama 35203 (205) 251-3000 Huntsville Regency Center 400 Meridian Street, Suite 204 Huntsville, Alabama 35801 (256) 551-0010 Atlanta
One Georgia Center
600 West Peachtree Street, Suite 1200
Atlanta, Georgia 30308
(404) 815-3000

## CERTIFICATE OF CANCELLATION FOR

	lty No. II, Ltd.
(insert name currently	on file with Florida Dept. of State)
Pursuant to the provisions of section 620.1 hereby submits this certificate of cancellation Department of State.	174, Florida Statutes, this foreign limited partnership on in order to cancel its registration with the Florida  By: Royan Automotive Group, Inc., Its General Partner
	(Signature of a General Partner)
	By: David R. Belcher, Its: President (Typed or Printed name of General Partner Signing Above)
STATE OF Alabam A	
COUNTY OF JE FFERSON	
On this day of d	n to me on the basis of $\frac{CT - T}{CT}$
	Notary Public Signature  Notary's Printed Name
Seal	NOTARY PUBLIC STATE OF ALABAMA AT LARGE. MY COMMISSION EXPIRES: Apr. 12, 2000. BONDED THRU NOTARY PUBLIC UNDERWRITERS. My Commission Expires:

This will acknowledge receipt of your recent request for the form and instructions to cancel a foreign limited partnership's registration.

A foreign limited partnership may cancel its registration by filing with the Department of State a certificate of cancellation signed and acknowledged or sworn to by a general partner.

Please note that a cancellation does not terminate the authority of the Secretary of State to accept service of process on the foreign limited partnership with respect to cause of action arising out of the transaction of business in this state.

The fee to file the cancellation is \$52.50. Certified copies of the cancellation are \$52.50 each. You should total all fees and forward one check made payable to the Department of State for the total amount.

Please be sure to include a cover letter with your document and check. The cover letter should include the name of the contact person and his/her telephone number during the day and the name and address of the person to whom the acknowledgment should be addressed.

Any further inquiries concerning this matter should be directed to the Limited Partnership Section by calling (850) 487-6051.

## Mailing Address:

Florida Dept. of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

## Street Address:

Florida Dept. of State Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399

