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May 26, 2000

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

200003268162--7
-05/26/00--01053--005
***105.00 ***105.00

To Whom It May Concern:

Enclosed for filing, please find a **CERTIFICATE OF CANCELLATION** along with a check in the amount of **\$105.00** for the applicable filing fee and to obtain a **CERTIFIED** copy of the **CERTIFICATE OF CANCELLATION** for the following entity:

CONDEV LAND GROWTH FUND'86, LTD.
Document Number: A22385

Upon receipt, please "date stamp" the photocopy of the letter attached for records and please call Ann Cotroneo at 222-7717 when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Kelly B. Plante
Kelly B. Plante

KBP/amc
Enclosures
GHRCORP/GHR2.164
Rodgers/60091-3
Stiglitz/

MELBOURNE
321-727-8100

ORLANDO
407-843-8880

TALLAHASSEE
850-222-7717

RECEIVED

00 MAY 26 AM 11:01

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK 5/26

**CERTIFICATE OF CANCELLATION
FOR
CONDEV LAND GROWTH FUND '86, LTD.
a Florida limited partnership**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 26 PM 1:36

Pursuant to the provisions of Section 620.113, Florida Statutes, this Florida limited partnership hereby submits this Certificate of Cancellation.

1. Name. The name of the limited partnership (the "Partnership") is:

CONDEV LAND GROWTH FUND '86, LTD.
2. Original Certificate. The Partnership's original Certificate of Limited Partnership was filed with the Florida Department of State on:

April 17, 1986.
3. Reason for Cancellation. The reason the Partnership is filing this Certificate of Cancellation is:

The Partnership sold the last property held by the Partnership on March 27, 2000. Each partner's pro rata share of the net proceeds received from such sale, plus the remaining cash in the Partnership after deducting the estimated amounts necessary for accounting, legal and administrative costs to wind up the affairs of the Partnership were distributed on May 1, 2000. On May 1, 2000, the Partnership reported to its limited partners that (i) a final accounting of the Partnership has been completed, (ii) the final expenses of the Partnership were being paid and (iii) the affairs of the Partnership have been wound up.
4. Effective Date. This Certificate of Cancellation shall be effective at the time of its filing with the Florida Department of State.

5. Execution by General Partner. The undersigned hereby acknowledges that the undersigned has read this Certificate of Cancellation of Condev Land Growth Fund '86, Ltd., a Florida limited partnership, and the undersigned by executing this signature page, acknowledges that the undersigned has joined in this Certificate of Cancellation.

IN WITNESS WHEREOF, the undersigned has duly sworn to and executed this Certificate of Cancellation on the date and year indicated below.

Executed this 22 day of May, 2000.


**CONDEV LAND GROWTH FUND '86,
LTD.**

By: Condev Associates, General Partner



Name: Robert N. Gardner

Title: Partner



Name: Joseph J. Gardner

Title: Partner

RECEIVED
FILED
CLERK OF DISTRICT COURT
DADE COUNTY
MAY 22 2000
PM 1:36