

A22540
Intercap Ventures

19643 Deering Bay Drive - Unit 165
Coral Gables, Florida 33158
Phone: (305) 443-8900 --- Fax: (305) 443-5075

May 31, 2000

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

MJH

A22540

Re: Certification of Cancellation
Intercap Biscayne Limited Partnership

500003280225--3
-06/07/00--01082--003
*****52.50 *****52.50

To Whom It May Concern:

Please find enclosed the executed Certificate of Cancellation and a check in the amount of \$52.50 for filing the cancellation.

Please direct any inquires or correspondence to the following address:

Intercap Ventures
Attn: Kent A. Windhorst
13643 Deering Bay Drive
PH 165
Coral Gables, Florida 33158
Telephone No. (305) 238-7110

Thank you for your assistance.

Sincerely,



Kent A. Windhorst
Partner

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN - 7 AM 10: 24

**CERTIFICATE OF CANCELLATION
FOR**

INTERCAP BISCAYNE LIMITED PARTNERSHIP

(Insert name currently on file with Florida Dept. of State)

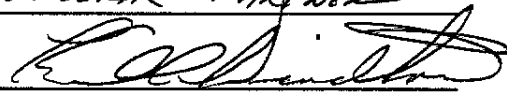
Pursuant to the provisions of section 620.113, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on MAY 13, 1986, hereby submits this certificate of cancellation.

FIRST: Reason for cancellation: (State why partnership is submitting cancellation)

PARTNERSHIP NO LONGER IN BUSINESS. ASSETS WERE SOLD ON MAY 12, 1999.

SECOND: This certificate of cancellation shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures of all general partners:

INTERCAP DEVELOPMENT CORPORATION
GENERAL PARTNER

SECT. / TREAS. 5/31/2000

FILED
JUN - 7 AM 10:24
SECRETARY OF STATE
DIVISION OF CORPORATIONS