A 23875

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SELF FRANCIS STATE



July 2, 2007

RICHLAND INVESTMENTS, LLC ELIZE MOREAU 4100 NEWPORT PLACE STE 800 NEW PORT BEACH, CA 92660

SUBJECT: BERKELEY MANOR, LTD.

Ref. Number: A23875

We have received your document for BERKELEY MANOR, LTD. and your check(s) totaling \$33.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$18.75.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Letter Number: 307A00042577

Marsha Thomas Document Specialist TILL 19 PH 3: 11
SEPTEMBER STREET

CERTIFICATE OF CANCELLATION OF

CERTIFICATE OF LIMITED PARTNERSHIP OF

BERKELEY MANOR, LTD.

THE UNDERSIGNED, hereby executes and swears to this Certificate of Cancellation of Certificate of Limited Partnership for the purpose of cancelling the Certificate of Limited Partnership of BEKERLEY MANOR, LTD., a Florida limited partnership (the "Partnership").

- 1. Name of Partnership. The name of the Partnership is Berkeley Manor Ltd. (Florida Document No. A23875).
- 2. Date of Filing Certificate of Limited Partnership. The Certificate of Limited Partnership of the Partnership was filed with the Florida Secretary of State of December 19, 1986.
- 3. Reason for Filing Certificate of Cancellation. This Certificate of Cancellation is being filed due to the dissolution and the completion of winding up of the Partnership.
- 4. **Effective Date of Cancellation.** The effective date of cancellation of the Certificate of Limited Partnership shall be the date of filing of this Certificate of Cancellation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned, constituting the sole General Partner of the Partnership, hereby executes this Certificate of Cancellation this 19th day of June, 2007.

GENERAL PARTNER

Richland Properties, Inc., a Florida corporation

By:

chn)C. Troutman, Vice President

WRITTEN CONSENT TO TERMINATE

BERKELEY MANOR, LTD.

THE UNDERSIGNED, constituting the sole Limited Partner of BERKELEY MANOR, LTD., a Florida limited partnership (the "Partnership"), hereby elects pursuant to Section 7.1(a) of the Limited Partnership Agreement of the Partnership dated effective December 18, 1986 (the "Partnership Agreement"), to terminate and liquidate the Partnership effective as of June 19, 2007. RICHLAND PROPERTIES, INC., a Florida corporation, as the sole General Partner of the Partnership, is hereby authorized and instructed to complete the liquidation of the Partnership in accordance with the terms of the Partnership Agreement, and to file a Certificate of Cancellation of Certificate of Limited Partnership with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned, constituting the sole Limited Partner of the Partnership, hereby executes this Written Consent effective as of June 19, 2007.

LIMITED PARTNER:

Richland Investments, LLC, a Florida limited liability company

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John C. Troutman, Vice President