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October 23, 1997

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OF COUNSEL

JAMES W. CUMINALE

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*ALSO ADMITTED IN NEW YORK *ADMITTED IN NEW YORK ONLY *ALSO ADMITTED IN NEW JERSEY

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

Re: SAGAX INVESTMENT FUND, LTD.

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Dear Sir/Madam:

MICHAEL J. ALLEN

ROBERT C. BARNUM, JR.

EDWARD D. COSDÈN, JR.

WILMOT L. HARRIS, JR.

EDWARD T. KRUMEICH*

DONAT C. MARCHAND

EDWIN J. O'MARA, JR.

REMY A. RODAS*

GREGORY A. SAUM

LORRAINE SLAVIN

STEVEN B. STEINMETZ*

MILES F. MCDONALD, JR.*

WILLIAM I. HASLUN II

MICHAEL J. JONES

Enclosed please find Certificate of Cancellation and two checks. Please file the certificate and provide us with a certified copy of same.

We have provided checks for your filing fee and for our certified copy.

Thank you for your attention to this matter.

Sincerely.

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CERTIFICATE OF CANCELLATION

OF

CERTIFICATE OF LIMITED PARTNERSHIP

OF

SAGAX INVESTMENT FUND, LTD.

To the Secretary of State State of Florida

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The undersigned, on behalf of the limited partnership named below, hereby certifies at follows:

- 1. The name of the limited partnership is SAGAX INVESTMENT FUND, LTD.
- 2. The date of filing of the Certificate of Limited Partnership of the limited partnership is March 8, 1990.
- 3. The reason for filing this Certificate of Cancellation is that the term of the limited partnership has expired and, in accordance with the terms of the limited partnership agreement, the limited partnership has been terminated.

The undersigned constitutes the sole general partner of the limited partnership.

Signed on August **21**, 1997.

Luc R. Hardy, Sole General Partner

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