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December 27, 2001

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

Re: Lake Lerla Limited Partnership

Dear Sir,

Enclosed please find a Certificate of Cancellation and a General Partner's Resolution for the above referenced partnership. Also enclosed please find check number 1174 in the amount of \$52.50 payable to Florida Department of State.

If you have any questions, please do not hesitate to contact:

Ms. Julie N. Skelton  
O'Connell & Glock, PC,  
1100 Connecticut Avenue, NW  
Washington, D.C. 20036-4114

Sincerely,

Linda Hinz

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A30179  
OK

**CERTIFICATE OF CANCELLATION  
FOR**

Lake Lerla 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 June 12, 1990, hereby submits this certificate of cancellation.

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

Termination of business

**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:

By: Lake Lerla Corporation  
Kamel Tabbara  
Kamel Tabbara  
Its Vice President

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01 DEC 28 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESOLUTION OF THE GENERAL PARTNER OF  
LAKE LERLA LIMITED PARTNERSHIP  
ADOPTING A PLAN OF COMPLETE LIQUIDATION**

The undersigned being the sole general partner of Lake Lerla Limited Partnership, a Florida limited partnership, (the "Partnership") hereby this \_\_\_\_\_ day of December, 2001, approves and adopts the following partnership resolutions:

RESOLVED, that in the judgment of the General Partner of the Partnership, it is deemed advisable and for the benefit of the Partnership that it should be dissolved; and

BE IT FURTHER RESOLVED, that a plan of liquidation be, and it hereby is, formulated to effect such liquidation and dissolution in accordance with the following resolutions:

RESOLVED, that the President and Vice President of the Corporation be, and each of them acting singly hereby is, authorized and directed to file a Certificate of Cancellation with the Secretary of State of the State of Florida;

RESOLVED, that all liquid assets of the Partnership be distributed to the partners of the Partnership, in accordance with the Partnership Agreement;

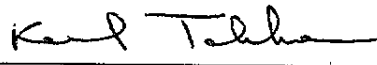
RESOLVED, that the actions provided for in the foregoing resolutions providing for the complete liquidation of the Partnership and the distribution of all its assets of the commenced immediately, and that its subsequent dissolution and the distribution of all its assets be completed as soon as possible but no later than the close of business on December 31, 2001; and

RESOLVED, that the President or any Vice President of the Corporation, as general partner of the Partnership be, and each of them acting singly hereby is, authorized and directed to pay all such fees and taxes and to do or cause to be done such further acts and things as each of them may deem necessary or proper in order to carry out liquidation and dissolution of the Partnership and fully to effectuate the purposes of the foregoing resolutions.

GENERAL PARTNER OF  
LAKE LERLA LIMITED PARTNERSHIP

LAKE LERLA CORPORATION

By:

  
Kamel Tabbara  
Its Vice President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 DEC 28 PM 5:00

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