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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

MBL Life Assurance Corporation

99 AUG 30 PM 1:45

520 Broad Street, Newark, NJ 07102-3111
1-973-481-8335 FAX: 1-973-268-4335

Law Division

Office of the General Counsel

August 27, 1999

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VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations, Partnership Section
409 East Gaines Street
Tallahassee, Florida 32399

RE: Dissolution of Partnership
Falcon Groves, Ltd. - JV-302

Dear Madam or Sir:

In order to dissolve Falcon Groves, Ltd., a Florida limited partnership, please find enclosed the following:

CERTIFICATE OF CANCELLATION executed by Citrus Partners, Ltd., as the sole general partner - One (1) original and (1) copy

MBL Life Assurance Corporation Check No. 7810000482 payable to Florida Department of State in the amount of \$52.50 in payment of recording fees for the Certificate of Cancellation

Please return a filed stamped copy to my attention in the enclosed self addressed Federal Express envelop; charges for overnight delivery service will be paid by MBL Life Assurance Corporation. Thank you for your attention to this.

Very truly yours,
MBL Life Assurance Corporation

By: 
James G. Keys
Senior Paralegal

cc: W. Garvie Hall (via First Class Mail)
Gerrit A. White

AL1

CERTIFICATE OF CANCELLATION

FOR

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Falcon Groves, Ltd.

(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 10/10/90, hereby submits this certificate of cancellation.

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

An event of termination has occurred under the terms of the partnership agreement.

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:

CITRUS PARTNERS, LTD.

BY: W. Garvie Hall

NAME: W. Garvie Hall

President, CPL, Inc.
General Partner
Citrus Partners, Ltd.

ORIGINAL