

A940000000801

TOWN CENTER MANAGEMENT, INC.

425 River Trail Court
Atlanta, Georgia 30350

August 13, 2001

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

Re: Certificate of Cancellation
Golden Bay Management, Ltd.

Ladies and Gentlemen:

300004594573--7
-09/17/01--01117--011
****105.00 ****105.00

Enclosed for filing is Certificate of Cancellation for Golden Bay Management, Ltd., together with our check in the amount of \$105.00 in payment of the filing fee and the cost of a certified copy of the filed Certificate of Cancellation.

If there are any questions or for any reason there is a need to contact someone in connection with this filing, please contact either the undersigned or Perry Nichols at (770) 913-9000 during business hours. The acknowledgment of filing should be addressed to the undersigned at the address indicated above.

Very truly yours,
Town Center Management, Inc.



By: Kenneth L. Niemann
As its President

FILED
01 SEP 17 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

A94-801
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**CERTIFICATE OF CANCELLATION
FOR
GOLDEN BAY MANAGEMENT, LTD.**

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 15, 1994, hereby submits this certificate of cancellation:

FIRST: Reason for cancellation: In accordance with the provisions of the Agreement of Limited Partnership of Golden Bay Management, Ltd. the partnership terminated upon the sale of all Partnership Assets. The winding up of the partnership's affairs has been completed in accordance with the provisions of the Agreement of Limited Partnership of Golden Bay Management, Ltd. and applicable Florida law.

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

THIRD: IN WITNESS WHEREOF, the undersigned sole general partner of GOLDEN BAY MANAGEMENT, LTD. has caused this Certificate of Cancellation to be executed by its President this 31 day of August 2001.

TOWN CENTER MANAGEMENT, INC.,
a Georgia corporation

By: 

Kenneth L. Niemann
As its President
[Corporate Seal]

FILED
01 SEP 17 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA