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December 1, 1997

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FILED
97 DEC -3 AM 11:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Secretary of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

BY HAND DELIVERY

Re: SUNNYHILL HOLDING PARTNERSHIP, LTD.

Dear Sir or Madam:

Enclosed for filing is an original and one copy Certificate of Cancellation for the referenced entity.

Also enclosed is a check in the amount of \$52.50 filing fee.

Please return the photocopy with your file-stamp to us in the return envelope enclosed for your convenience.

If you have any questions, please do not hesitate to call.

Sincerely,

Carolyn D. Olive
Carolyn D. Olive

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CANCELLATION
OF
SUNNYHILL HOLDING PARTNERSHIP, LTD.
a Florida limited partnership**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 620.113, Florida Statutes, the undersigned General Partner files this Certificate of Cancellation and in connection therewith states the following:

1. The name of the Partnership is Sunnyhill Holding Partnership, Ltd. (the "Partnership").
2. The Certificate of Limited Partnership for the Partnership was filed on July 22, 1994.
3. The reason for filing this Certificate of Cancellation is the dissolution and completion of winding up of the Partnership.
4. The effective date of this Certificate of Cancellation shall be upon filing.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Cancellation has been executed by the sole General Partner of Sunnyhill Holding Partnership, Ltd. on this 21st day of November, 1997.

SUNNYHILL HOLDING CO., INC.,
a Florida corporation, as General Partner:

By: Thomas A. Barron
THOMAS A. BARRON, as its President