

A94000001395

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October 18, 1996

Via Federal Express

Florida Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

Re: Food Properties, Ltd.

Dear Madam or Sir:

On behalf of our client, Food Properties, Ltd., enclosed please find an originally executed Certificate of Cancellation of Certificate of Limited Partnership of Food Properties, Ltd. for filing. I have also enclosed a check in the amount of \$35.00 for filing fees and a copy to be date stamped and returned to us in the self-addressed stamped envelope. Should you have any questions, please do not hesitate to call.

Thank you for your attention in this matter.

Sincerely,

Stephanie R. Conn
Stephanie R. Conn
Assistant to John N. Giordano

Name	Availability
Document	Exemption
Updater	/src
Enclosure	
Number	109161.01
cc: George W. Heaton	
Signature	DUU
Verifier	DUU

Cancellation

C. TAX	
FILING	17.50
R. A. FEE	
C. FEE	
T. FEE	
N. FEE	
DATE DUE	
REFUND	

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-10/22/96--01055--015
*****35.00 *****35.00

200002086202--3
-02/13/97--01008--013
*****17.50 *****17.50

FILED
OCT 20 PM 12:00
STATE
TALLAHASSEE, FLORIDA

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February 7, 1997

Via Federal Express

Diane Cushing
Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Food Properties, Ltd.
Letter No.: 196A00049130

Dear Ms. Cushing:

Pursuant to our telephone conversation on February 7, 1997, I have enclosed a check in the amount of \$17.50 for the additional fee to file the Certificate of Cancellation, which you have in your possession, for the above-referenced corporation. I have also enclosed a copy of the Certificate to be date stamped and returned to me for verification of filing in the enclosed self-addressed stamped envelope.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to call me.

Sincerely,

Stephanie R. Conn
Stephanie R. Conn
Legal Assistant to John N. Giordano

/src
Enclosure
116500.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 24, 1996

STEPHANIE R. CONN
BUSS ROSS GARDNER WARREN & RUDY, P.A.
220 SOUTH FRANKLIN STREET
TAMPA, FL 33602

SUBJECT: FOOD PROPERTIES, LTD.
Ref. Number: A94000001395

We have received your document for FOOD PROPERTIES, LTD. and your check(s) totaling \$35.00. However, the document has not been filed and is being retained in this office for the following:

The fee to file a cancellation is \$52.50. We need an additional \$17.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 196A00049130

CERTIFICATE OF CANCELLATION
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
FOOD PROPERTIES, LTD

Food Properties, Ltd. (the "Partnership"), a limited partnership organized under the Florida Revised Uniform Limited Partnership Act (1986) (the "Act"), for the purpose of canceling the Certificate of Limited Partnership of the Partnership pursuant to Section 620.113 of the Act, hereby certifies that:

1. The name of the Partnership is Food Properties, Ltd.
2. The Partnership's original Certificate of Limited Partnership was filed in the Office of the Secretary of State on October 14, 1994.
3. This Certificate of Cancellation is being filed for the reason that the Partnership has been dissolved in accordance with the terms of Article 13.1(a) of the Amended and Restated Agreement of Limited Partnership.
4. This Certificate of Cancellation shall become effective at 12:01 a.m. on October 15, 1996.

In witness whereof, the undersigned, constituting the sole general partner of the Partnership, has executed this Certificate of Cancellation as of this 9 day of October 1996.

South Ocean Foods, Inc.

By: Frederick R. Adler
Frederick R. Adler, President

106960.01

FILED

97 FEB 10 PM 12:00