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March 25, 1997

Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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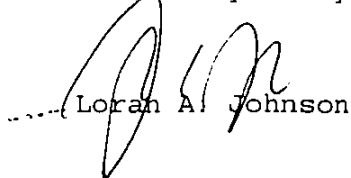
Re: Transeastern Gas Group, Ltd. - Certificate of
Cancellation of Certificate of Limited Partnership

Dear Sir or Madam:

Enclosed is a Certificate of Cancellation of Certificate of
Limited Partnership of Transeastern Gas Group, Ltd. together with
a check in the amount of \$52.50 in payment of the filing fee.

Thank you for your assistance in this matter.

Yours very truly,


Loran A. Johnson

LAJ/y1
Enclosures
010R4H3

SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 31 AM 9:16

A95—38

KWM

CERTIFICATE OF CANCELLATION OF
CERTIFICATE OF LIMITED PARTNERSHIP OF
TRANSEASTERN GAS GROUP, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAR 31 AM 9:16

Pursuant to Section 620.113 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the General Partner of TRANSEASTERN GAS GROUP, LTD., a limited partnership organized and existing under the Florida Revised Uniform Limited Partnership Act of the State of Florida (the "Partnership"), hereby makes and files with the Department of State of the State of Florida this Certificate of Cancellation of Certificate of Limited Partnership of the Partnership for the purpose of cancelling the Partnership's Certificate of Limited Partnership issued by the Secretary of State of the State of Florida on January 6, 1995.

1. Name of Partnership. The name of the Partnership is TRANSEASTERN GAS GROUP, LTD.

2. Date of Filing of Certificate of Limited Partnership. The Certificate of Limited Partnership of the Partnership was filed with the Department of State on January 6, 1997 and was assigned document number A95000000038.

3. Reason for Cancellation. On DEC. 31, 1996 the Partnership transferred its remaining assets to its partners in liquidation of the Partnership and its partners unanimously agreed that the Partnership's Certificate of Limited Partnership be cancelled.

4. Effective Date of Cancellation. The Certificate of Cancellation of Certificate of Limited Partnership shall be effective as of the date it is filed in the Office of the Florida Secretary of State.

EXECUTED this 31st day of December, 1996.

GENERAL PARTNER

TRANSEAST GAS CORP.

By: Kent A. Weisner

Kent A. Weisner, President