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FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN
PHONE: (305) 374-7580

FAX #:

NAME: MLK HOLDINGS, LTD.

AUDIT NUMBER.....H96000018154

DOC TYPE.....VOLUNTARY CANCELLATION OF LP

CERT. OF STATUS..0

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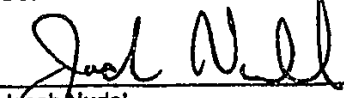
**CERTIFICATE OF CANCELLATION
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MLK HOLDINGS, LTD.**

The undersigned, Jacob Nudel, being the sole general partner of MLK HOLDINGS, LTD., a Florida limited partnership (the "Limited Partnership"), being desirous of cancelling the Certificate of Limited Partnership of the Limited Partnership as filed with the Secretary of State of the State of Florida, hereby states as follows:

1. The name of the limited partnership is MLK HOLDINGS, LTD. (the "Limited Partnership").
2. The Limited Partnership was formed as a limited partnership under the laws of the State of Florida on April 4, 1995, the date on which a Certificate of Limited Partnership of the Limited Partnership was filed with the Secretary of State of the State of Florida under Document No. A95000000534.
3. Whereas the Limited Partnership has merged into MLK HOLDINGS LIMITED PARTNERSHIP, a Texas limited partnership, the Certificate of Limited Partnership of the Limited Partnership is hereby cancelled.
4. The cancellation of the Certificate of Limited Partnership of the Limited Partnership shall be effective upon the filing of this Certificate of Cancellation with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, this Certificate of Cancellation of Certificate of Limited Partnership of the Limited Partnership has been duly executed by the sole general partner of the Limited Partnership as of the 27th day of December, 1996.

SOLE GENERAL PARTNER:



Jacob Nudel

This instrument prepared by:

Richard M. Goldstein, Esquire
Florida Bar No. 389617
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN
2500 First Union Financial Center
Miami, Florida 33131-2338
Telephone: 305-374-7580

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