

April 26, 2001

A95000001497
WILTON
PARTNERS

VIA AIRBORNE EXPRESS

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Limited Partnership Section
409 East Gaines Street
Tallahassee, Florida 32399

400004085184--0
-04/27/01--01058--002
*****52.50 *****52.50

Re: *WiltonMGA Investors, Ltd. - Document No. A95000001497*

Ladies and Gentlemen:

Enclosed please find one original and a conformed copy of a Certificate of Cancellation for Wilton/MGA Investors, Ltd., a Florida limited partnership. Also enclosed is a check payable to Florida Dept. of State in the amount of \$52.50 representing the filing fee for the cancellation.

Please send acknowledgment of the cancellation to:

Wilton/MGA Investors, Ltd.
Attention: Patti Zimmerman
11111 Santa Monica Blvd., Suite 500
Los Angeles, CA 90025
Telephone: (310) 444-6377, Ext. 109

If you have any questions or concerns, please feel free to contact me. Thank you for your courtesy and cooperation.

Sincerely,

WILTON PARTNERS

Patti Zimmerman
Patti Zimmerman
Legal Dept.

Enclosures

FILED
01 APR 27 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A95-1497
QR

REAL ESTATE DEVELOPMENT
11111 Santa Monica Blvd., Suite 500
Los Angeles, California 90025
310.444.6377 • Fax 310.444.6378

**CERTIFICATE OF CANCELLATION
FOR**

WILTON/MGA INVESTORS, LTD.

(Insert name currently on file with Florida Dept. of State)

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 October 5, 1995 hereby submits this certificate of cancellation.

FIRST: Reason for cancellation: (State why partnership is submitting cancellation)

This single purpose entity has disposed of all of its assets and distributed proceeds to its partners, and all partnership debts have been liquidated.

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

THIRD: Signatures of all general partners:

WILTON EAST COAST PARTNERS, INC.

Its General Partner

By:

Jay H. Wilton
President

11111 Santa Monica Blvd., Suite 500
Los Angeles, CA 90025

01 APR 27 PM 5:00
SECRETARY OF STATE
FILED