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12/29/97

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CONTACT: VALERIE R. HODGE

FAX #: (904)359-8700

PHONE: (904)359-2000

NAME: THORNTON INVESTMENTS LIMITED PARTNERSHIP

AUDIT NUMBER......H97000021295

DOC TYPE......VOLUNTARY CANCELLATION OF LP

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## CERTIFICATE OF CANCELLATION FOR THORNTON INVESTMENTS LIMITED PARTNERSHIP, a Florida Limited Partnership

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), as set forth in Chapter 620.113, Florida Statutes, this Florida limited partnership hereby submits this Certificate of Cancellation.

The undersigned general partner, desiring to dissolve the limited partnership, hereby states the following:

- 1. The name of the limited partnership is Thornton Investments Limited Partnership.
- 2. The Certificate of Limited Partnership of Thornton Investments Limited Partnership was filed with the Secretary of State of Florida on October 20, 1995.
- 3. Pursuant to the terms of an Agreement for Merger and Plan of Reorganization dated December 22, 1997, the general partner and the limited partner have consented to the reorganization and merger of this partnership into Thornton Investments Limited Partnership, a Delaware limited partnership, and the subsequent liquidation and dissolution of this partnership.

This Certificate of Cancellation shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Cancellation of Limited Partnership has been executed by the sole general partner of the partnership this 22 day of December, 1927.

THORNTON INVESTMENTS, INC.

Knabb Thornton, President

DOCS/MISC.COR/CANCEL-TIF]12/29/97[VHODGE]RSBE:VRH

Prepared by:

Linda Y. Kelso, Fla. Bar No. 298662

Foley & Lardner

200 Laura Street, Jacksonville, FL 32202

904/359-2000

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