

A95000001604

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4003

From: Amy Patterson
Account Name : CNL GROUP, INC.
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VOLUNTARY CANCELLATION OF LP
CNL CENTRE II INVESTORS, LTD.

A95-1604

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CERTIFICATE OF CANCELLATION OF
CERTIFICATE OF LIMITED PARTNERSHIP OF
CNL CENTRE II INVESTORS, LTD.

Pursuant to section 620.113 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being all of the General Partners of CNL Centre II Investors, Ltd., a limited partnership organized and existing under the Florida Revised Uniform Limited Partnership Act of the State of Florida (the "Partnership"), hereby make and file 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 October 25, 1995.

1. Name of Partnership. The name of the Partnership is CNL Centre II Investors, 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 October 25, 1995, and was assigned document number A95000001604.
3. Reason for Cancellation. On December 31, 2000, the general partners mutually agreed to dissolve the Partnership. As a result the Partnership has been dissolved, all distributions and obligations resolved.
4. Effective Date of Cancellation. The Certificate of Cancellation shall be effective at the time of its filing with the Florida Department of State.

EXECUTED this 9th day of March 2001.

GENERAL PARTNERS

James M. Schneff, Jr.

Robert A. Bourne

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