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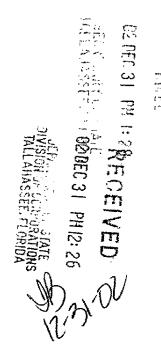
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CT CORPORATION

December 31, 2002

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 5757080 SO Customer Reference 1:

Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Faison-Waterford Lakes Village Limited Partnership (FL) Cancellation Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention (...)

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton Sr. Fulfillment Specialist Jeff_Netherton@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

CERTIFICATE OF CANCELLATION FOR

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 10-26-1995, hereby submits this certificate of cancellation.

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

No longer transacting business in Florida.

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:

FAISON CAPITAL DEVELOPMENT, LLC, its sole General Partner

By: Billie R. Whitaker

ET 31 PM 1:2

FL044 - 12:17/2002 C T System Online