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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

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DIVISION OF CORPORATIONS

A96-1989

VOLUNTARY CANCELLATION OF LP

CNL RETAIL INVESTORS VI, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	02
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002

04/28/2005 10:00 FAX

FROM : GOLDSTICK & ASSOCIATES

04/22/2005 15:29 FAX

FAX NO. : 3123454775

Apr. 19 2005 01:43PM P2

002/002

CERTIFICATE OF CANCELLATION FOR

CNL RETAIL INVESTORS VI, 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 10/28/1996, hereby submits this Certificate of Cancellation.

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

This Certificate of Cancellation is being filed for the reason that all the general partners and limited partners of the Partnership have agreed to dissolve and liquidate the Partnership.

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:



James H. Sandera, Jr.



Robert A. Bourque



Phillip C. Goldstick

FILED
APR 19 2005
TALLAHASSEE
FLORIDA