Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)205-0383

From: Amy Patterson : (407) 650-1068 Account Name : CNL GROUP, INC.

Account Number : 113615003626

(407)650-1000

Fax Number : (407)650-1065

VOLUNTARY CANCELLATION OF LP

CNL LOUISIANA RESTAURANTS, LTD.

Certificate of Status Certified Copy Page Count 01 Estimated Charge \$105.00

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CERTIFICATE OF CANCELLATION OF CERTIFICATE OF LIMITED PARTNERSHIP OF CNL LOUISIANA RESTAURANTS, LTD.

Pursuant to section 620.113 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being all of the General Partners of Altamonte Springs 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 31, 1996.

- Name of Partnership. The name of the Partnership is CNL Louisiana Restaurants, Ltd..
- 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 31, 1996 and was assigned document number A96000002037.
- 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.
- 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 of day of

GENERAL PARTNER

CNL RESTAURANTS XV. INC.

Robert A. Bourne, President