

TUTOR TIME[®]

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February 27, 2001

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*****52.50 *****52.50

Department of State - Florida
409 East Gaines Street
Tallahassee, FL 32399

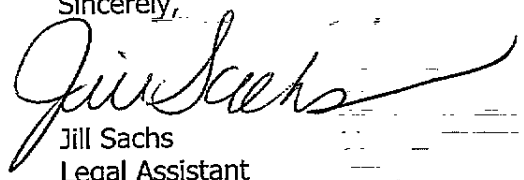
RE: T.T. Falls Church Associates, Ltd.

To Whom It May Concern:

Enclosed please find Certificate of Cancellation for the above referenced partnership. Also enclosed is the cancellation fee of \$52.50 (check number 309307).

If you should need any additional information, please feel free to contact me at 1-800-275-1235 extension 203.

Sincerely,



Jill Sachs
Legal Assistant

Enclosure

FILED
01 MAR -2 PM 3: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**CERTIFICATE OF CANCELLATION
FOR**

T.T. Falls Church Associates, Ltd.
(insert name currently on file with Florida Dept. of State)

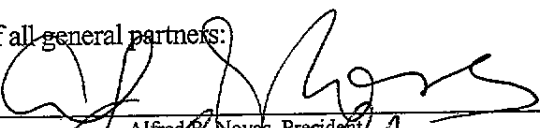
Pursuant to the provisions of section 620.113, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on December 19, 1996, hereby submits this certificate of cancellation.

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

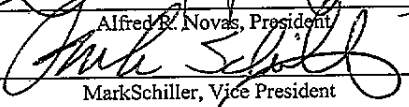
All partnership interest was bought out by one partner and consolidated into corporate form

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:



Alfred B. Novas, President



Mark Schiller, Vice President

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01 MAR -2 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA