Florida Department of State

Division of Corporations
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VOLUNTARY CANCELLATION OF LP

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ELDERLY LIVING LIMITED PARTNERSHIP

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CERTIFICATE OF CANCELLATION FOR ELDERLY LIVING LIMITED PARTNERSHIP

Pursuant to the provisions of Section 620.113, Florida Statutes, Elderly Living Limited Partnership, a Florida limited partnership (the "Partnership"), whose certificate was filed with the Florida Department of State on March 17, 1997 and assigned registration number A97000000639, hereby submits this certificate of cancellation.

FIRST: The Partnership is no longer transacting business, and all of the partners have consented in writing to the voluntary dissolution of the Partnership and to the cancellation of its certificate of limited partnership.

SECOND: This Certificate of Cancellation shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Cancellation for Elderly Living Limited

Partnership has been executed by the sole General Partner of the Partnership this the ___ day of

March 2001.

GENERAL PARTNER

C.R. Development, Inc.

Ву

As its

LISA-426493.1