

A97000001000

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850) 922-4003

From: Kyle L. WhiteJohnson
Account Name : CNL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 648-8920

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VOLUNTARY CANCELLATION OF LP

CNL INCOME FUND 19, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$52.50

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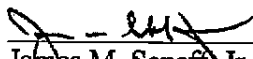
CERTIFICATE OF CANCELLATION OF
CERTIFICATE OF LIMITED PARTNERSHIP OF
CNL INCOME FUND 19, LTD.

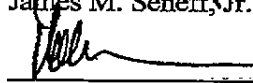
Pursuant to section 620.113 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being all of the General Partners of CNL Income Fund 19, Ltd., a limited partnership organized and existing under the Florida Revised Uniform Limited Partnership Act of the State of Florida (the "Partnership"), 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 May 6, 1997.

1. Name of Partnership. The name of the Partnership is CNL Income Fund 19, Ltd.
2. Date of Filing of Certificate of Limited Partnership. The Certificate of Limited Partnership of the Partnership was filed with the Department of State on May 6, 1997, and was assigned document number A97000001000.
3. Reason for Cancellation. On December 31, 1998, the general partners dissolved the Partnership. As a result the Partnership has been dissolved, all distributions and obligations resolved.
4. 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 11th day of May, 1999.

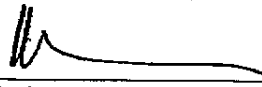
GENERAL PARTNERS


James M. Seneff, Jr.


Robert A. Bourne

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CNL Real Estate Corporation

By: 
Robert A. Bourne, President

This document prepared by:
Kyle L. White/Johnson
CNL Group, Inc.
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Orlando, Florida 32801
407/650-1518

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