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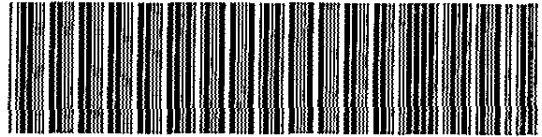
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FILED
02 NOV -6 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 28, 2002

Raha Associates II, Ltd.
C/O The Benenson Capital Company
Attention: Eric J. Jacobson
708 Third Avenue 28th Floor
New York, New York 10017-4201

Florida Department of Revenue
Department of Revenue
5050 W. Tennessee Street
Tallahassee, FL. 32399

Re: RAHA ASSOCIATES II, LTD.
Certificate of Cancellation


I am enclosing a certificate of cancellation of Raha Associates II, Ltd. In accordance with provisions of section 620.113, Florida Statutes. The certificate has been signed by the sole General Partner. Enclosed is the cancellation fee of \$52.50.

Should you have any questions I can be contacted at: (212) 716-9076.

The acknowledgment should be directed as follows: _

Raha Associates II, Ltd.
C/O The Benenson Capital Company
Attention: Eric J. Jacobson
708 Third Avenue, 10th Floor
New York, New York 10017-4201

Sincerely,


Eric J. Jacobson CPA
Director, Tax Operations

Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CANCELLATION
FOR**

RAHA ASSOCIATES II, 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 12/23/97, hereby submits this certificate of cancellation.

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

The partners have decided to terminate the partnership.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 NOV -6 PM 12:00

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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:

Raha Associates II, Inc. General Partner

Charles B. Benenson

by: Charles B. Benenson, President