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POLAR BEAR HOLDING, LTD. 231 ELM STREET PERTH AMBOY, NJ 08861

February 7, 2004

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Certificate of Cancellation

Dear Sir or Madam:

Enclosed is a certificate of cancellation prepared in compliance with section 620.113, Florida Statutes. Also enclosed is a check for \$52.50 in payment of the required fee. I am the contact person for the above company and can be reached at (732) 442-4477.

If you have any questions, please do not hesitate to contact me.

Sincerely,

Dan Coon CFO

Encl.

CERTIFICATE OF CANCELLATION FOR

POLAR BEAR HOLDING, 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 04/29/1998, hereby submits this certificate of cancellation.

FIRST: Reason for cancellation: (State why partnership is submitting cancellation) CEASED TO DO BUSINESS.

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

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