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ZIMMER AND ZIMMER, L.L.P.

ATTORNEYS AT LAW

111 PRINCESS STREET

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HERBERT J. ZIMMER JEFFREY L. ZIMMER (RETIRED)

MAILING ADDRESS POST OFFICE BOX 2628 WILMINGTON, NORTH CAROLINA 28402

October 15, 2002

Florida Department of State **Division of Corporations** Post Office Box 6327 Tallahassee, Florida 32314

RE:

Entity Name: ZP NO. 80, Limited Partnership

SOS ID No.: A98000002646

Dear Sir:

Please find enclosed herewith two (2) original counterparts of the Certificate of Cancellation for ZP NO. 80, Limited Partnership, as well as a check in the amount of \$52.50. I would greatly appreciate your filing these documents and thereafter returning one (1) copy to me, stamped with the date and time of filing.

Thank you very much for your assistance.

Sincerely,

ZIMMER AND ZIMMER, L.L.P.

Donna L. Dickens

Assistant to Herbert J. Zimmer

/dld

Enclosures

Florida Department of State

CERTIFICATE OF CANCELLATION for ZP NO. 80, LIMITED PARTNERSHIP

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 1, 1998, hereby submits this Certificate of Cancellation.

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

The Limited Partnership is no longer conducting business in the State of Florida. Its business and affairs have been wound up in accordance with the terms and provisions of its Agreement of Limited Partnership; and the Limited Partnership desires to cancel its authority to transact business in the State of Florida.

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

Signature of all general partners:

THIRD:

ZP NO. 80 MEMBER, INC., its sole General Partner

Ву: _

Name: Jeffrey I

Date: October 15, 2002