

A99000000581

ROBINSON, BRADSHAW & HINSON, P.A.

ATTORNEYS AT LAW

DAVID W. DABBS
(704) 377-8383
FAX (704) 373-3983
INTERNET DDABBS@RBH.COM

101 NORTH TRYON STREET, SUITE 1900
CHARLOTTE, NORTH CAROLINA 28246
TELEPHONE (704) 377-2536
FAX (704) 378-4000

SOUTH CAROLINA OFFICE
THE GUARDIAN BUILDING
ONE LAW PLACE - SUITE 600
P.O. DRAWER 12070
ROCK HILL, S.C. 29731
TELEPHONE (803) 325-2900
FAX (803) 325-2929

May 14, 1999

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

200002878062--3
-05/18/99--01005--020
*****52.50 *****52.50

Re: Vero Retirement Associates Limited Partnership
Vero Retirement Associates, LLC

Dear Sir or Madam:

Enclosed are the following documents to be filed with your office:

1. Certificate of Cancellation of Vero Retirement Associates Limited Partnership;
2. Our firm's check in the amount of \$52.50 as payment of the fee in connection with filing the Certificate of Cancellation;
3. Articles of Organization for Vero Retirement Associates, LLC (including the Affidavit of Contributions);
4. Designation of Registered Agent/Registered Office for Vero Retirement Associates, LLC;
5. Our firm's check in the amount of \$285.00 as payment of the filing fees for organizing Vero Retirement Associates, LLC; and
6. Consent to the use of the name "Vero Retirement Associates" by Vero Retirement Associates, LLC;

Please return the file-stamped documents to my attention using the enclosed Federal Express envelope. Do not hesitate to contact me collect at the above number with any questions. Thank you.

Sincerely,

A99000000581

ROBINSON, BRADSHAW & HINSON, P.A.

David W. Dabbs

David W. Dabbs

DWD/sfv
Enclosure(s)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 18 AM 9:27

**CERTIFICATE OF CANCELLATION
FOR**

VERO RETIREMENT ASSOCIATES LIMITED PARTNERSHIP

(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 April 9, 1999, hereby submits this certificate of cancellation.

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

Partnership is no longer needed.

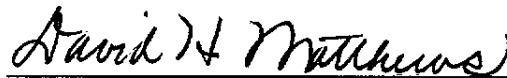
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 18 AM 9:27

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:

AARON ENTERPRISES OF PONTE VEDRA, INC.

By:



David H. Matthews, President