

CERTIFICATE OF CANCELLATION
OF
EMERALD ESTATES, LTD.,
a Florida Limited Partnership

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 22 AM 11:11

THE UNDERSIGNED, constituting the sole general partner of Emerald Estates, Ltd., a Florida limited partnership, hereby files this Certificate of Cancellation of Emerald Estates, Ltd. in accordance with Section 620.113, Florida Statutes, as follows:

1. The name of the Partnership is Emerald Estates, Ltd.
2. The Certificate of Limited Partnership of Emerald Estates, Ltd. was filed with the Secretary of State on October 29, 1996.
3. This Certificate of Cancellation is being filed to reflect the termination of the limited partnership by virtue of the acquisition by Mastercraft Homes, Inc., as the sole general partner, of all of the interests of the limited partner(s) of the partnership.
4. Cancellation shall be effective upon the filing of this Certificate with the Secretary of State.

The execution of this Certificate by the undersigned Mastercraft Homes, Inc., as general partner, constitutes an affirmation under penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Cancellation this 30 day of August, 1997.

GENERAL PARTNER:

Mastercraft Homes, Inc.

By: 
O.J. Buigas, President

STATE OF FLORIDA)

COUNTY OF LEE)

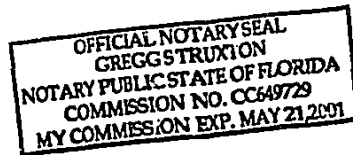
BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared O.J. Buigas, as President of Mastercraft Homes, Inc., known to me and known by

me to be the person who executed the foregoing Certificate of Cancellation or who has produced a driver's license with a picture identification, and he acknowledged to me and before me that he executed this Affidavit as president of Mastercraft Homes, Inc., the General partner of the Partnership.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20 day of August, 1997.

(NOTARY SEAL)

Gregg S. Truxton
Notary Public
My Commission Expires:



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August 7, 1997