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Date: 06/29/2015

1

Account #: I2000000088

Name: Michelle Walker

Reference #: D273108

ENTITY NAME: U.S RETAIL INCOME FUND VII, LIMITED PARTNERSHIP

Articles of Incorporation/Authorization to Transact Business Amendment Annual Report Change of Agent Reinstatement Conversion Merger Dissolution/Withdrawal AETARY OF STATE **Fictitious Name** Other: _____ F

Authorized Amount: \$52.50 Signature: Michelle Walker

115 North Calhoun Street, Suite #4, Tallahassee, FL 32301 Telephone: (866) 625-0838 Fax: (866) 625-0839 International +1 (212) 947-7200 E-Mail: info@nationalcorp.com Website: www.nationalcorp.com

NOTICE OF CANCELLATION FOR FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP

U.S. Retail Income Fund VII, Limited Partnership

(Name of limited partnership or limited liability limited partnership)

Delaware

(Jurisdiction of formation)

2/3/1998

(Date authorized to transact business in Florida)

This foreign limited partnership or limited liability limited partnership is no longer transacting business in Florida and wishes to cancel its certificate of authority pursuant to s. 620.1907, F.S.

This entity appoints the Florida Department of State as its agent for service of process the rights of action arising out of the transaction of business in this state. 5

AHA JUN Effective date, if other than the date of filing:____ 6-30-2015 Effective date, if other than the date of filing: 6-30-2.015(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Floridan Department of State.) μų \triangleright

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Signature of a general partner:

Suthlean

Typed or printed name:

M. Scutt Wear

Filing Fee: Certified Copy (optional): Certificate of Status (optional): \$8.75

\$52.50 \$52.50