

B00000000000233

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Stenton Leigh Management Corp.

1900 Corporate Blvd. NW, Suite 305 West
Boca Raton, FL 33431
Phone (561) 241-9921, Fax (561) 241-7011

May 12, 2004

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

To Whom It May Concern:

RE: SL EQUITY FUND, L.P., DOCUMENT #B00000000233

Attached please find the original executed Certificate of Cancellation for SL Equity Fund, L.P., a foreign limited partnership. Further enclosed is a check in the amount of \$52.50 representing the filing fee for said cancellation.

If you have any questions, please contact me at 561-241-9921, ext. 19.

Very truly yours,
STENTON LEIGH MANAGEMENT CORP.
(General Partner to SL Equity Fund, L.P.)



Linda Coviello
Executive Assistant to Milton H. Barbarosh, President

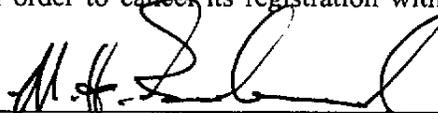
/lbc
Encs.

**CERTIFICATE OF CANCELLATION
FOR**

SL Equity Fund, L.P.

(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.174, Florida Statutes, this foreign limited partnership hereby submits this certificate of cancellation in order to cancel its registration with the Florida Department of State.



(Signature of a General Partner)

Milton H. Barbarosh Pres. of

(Typed or Printed name of General Partner Signing Above)

Stanton Leigh Management Corp, G.P.

STATE OF Florida

COUNTY OF Palm Beach

On this 12th day of May, 2004, Milton H. Barbarosh personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____



Seal

Linda B. Coviello
Notary Public Signature

Linda B. Coviello
Notary's Printed Name

My Commission Expires: _____

15-0111-21-0070