



Balcor Management Services
Bannockburn Lake Office Plaza
2355 W. Megan Road, Suite A200
Bannockburn, Illinois 60015
(847) 267-4337

B93000000270

December 27, 1996

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

Greenwald Partners Limited Partnership

B93000000270

Attn.: Registration Section

Re: Foreign Limited Partnership Termination Forms

Dear Sir:

CM

Enclosed please find foreign limited partnership termination forms for the following Illinois limited partnerships qualified in the state of Florida:

- Golf Course Limited Partnership
- Fairview Villas Limited Partnership
- GRD Limited Partnership
- PNT Limited Partnership
- Heather Glen Partners Limited Partnership
- Lake Timber Limited Partnership
- Hollowbrook Limited Partnership
- Tiffany Oaks Associates, Ltd.
- P.C. Center Limited Partnership
- Bay Meadows Associates, Ltd.
- Greenwald Partners Limited Partnership

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TALLAHASSEE, FLORIDA

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*****52.50 *****52.50

Please process these terminations. A check for \$52.50 is attached to each set of forms to cover the filing fees.

Thank you for your assistance in this matter. Please contact the undersigned at 847-317-4337 if you have any questions.

Very truly yours,

Wendy Harris

Wendy Harris
Assistant Vice President - Legal

CERTIFICATE OF CANCELLATION OF REGISTRATION
OF A FOREIGN LIMITED PARTNERSHIP

To the Secretary of State
State of Florida

It is hereby certified that:

1. Greenwald Partners Limited Partnership, a foreign limited partnership formed under the laws of the State of Illinois, hereby cancels its registration in the State of Florida.
2. The undersigned is the general partner of the aforesaid foreign limited partnership.

Signed on this 20th day of December, 1996

GREENWALD PARTNERS LIMITED PARTNERSHIP

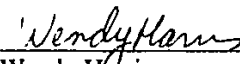
By: Greenwald Partners, Inc., an Illinois corporation,
its general partner

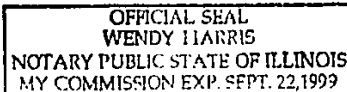
By:


Jerry M. Ogle
Vice President & Secretary

State of Illinois
County of Cook

The foregoing instrument was acknowledged and sworn to before me this 20th day of December, by Jerry M. Ogle, Vice President and Secretary of Greenwald Partners, Inc., the general partner of Greenwald Partners Limited Partnership, a limited partnership formed under the laws of the State of Illinois, on behalf of the limited partnership.


Wendy Harris
Notary Public
State of Illinois



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STATE OF FLORIDA
TALLAHASSEE, FLORIDA