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717 North Harwood
Suite 1200 • Lock Box 128
Dallas, Texas 75201

September 10, 1998

VIA FEDERAL EXPRESS

Office of the Secretary of State
State of Florida
409 East Gaines Street
Tallahassee, FL 32399

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-09/11/98-01067-004
****157.50 *****52.50

**RE: *Carrollwood Place Limited Partnership
Vinings Club at Metrowest Limited Partnership
TCR Sand Lake I Limited Partnership***

Dear Sir or Madam:

Enclosed please find for filing with your office, Certificates of Cancellation of Registration as Foreign Limited Partnerships in the State of Florida in duplicate for the above referenced entities, and our company check in the amount of \$157.50 to cover filing of same.

Please file of record at your earliest convenience and return evidence of cancellation to the undersigned via **Federal Express (Third Party Account No. 1046-7622-7)** to the letterhead address.

Please feel free to contact me at (214) 922-8421 should the need arise.

Very truly yours,

Tammie Y. Taylor

/tt

WATAYLOR\FLA_SOS.LTR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To the Secretary of State
State of Florida

Corporations Section
409 East Gaines Street
Tallahassee, FL 32399

**CERTIFICATE OF CANCELLATION OF REGISTRATION OF A
FOREIGN LIMITED PARTNERSHIP**

It is hereby certified that:

1. **CARROLLWOOD PLACE LIMITED PARTNERSHIP**, a foreign limited partnership formed under the laws of the State of Texas, hereby cancels its registration in the State of Florida.
2. The cancellation is to be effective upon the filing of the certificate.
3. The undersigned is a general partner of the aforesaid foreign limited partnership.

By: **TCR CARROLLWOOD PLACE LIMITED PARTNERSHIP,**
its sole general partner

By: **TCR NORTH FLORIDA APARTMENTS, INC.**,
its sole general partner

By: *Lee Ann Shamblin*
Lee Ann Shamblin, Assistant Secretary

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