

B95000000 461

**C T CORPORATION SYSTEM**  
1635 MARKET STREET  
PHILADELPHIA, PA 19103  
PHONE: (215) 563-7397 FAX: (215) 567-1302

November 20, 1997

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

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-11/25/97--01076--001  
\*\*\*\*\*52.00 \*\*\*\*\*52.00

**RE: WINCUP HOLDINGS, L.P. (DE DOM)**  
**ORDER#1066785**

We enclose for filing the documents identified below:

<input type="checkbox"/> Incorporation	<input type="checkbox"/> Dissolution
<input type="checkbox"/> Qualification	<input type="checkbox"/> Withdrawal
<input type="checkbox"/> Change of Agent/Office	<input type="checkbox"/> L.P.
<input type="checkbox"/> Domestic	<input type="checkbox"/> Domestic
<input type="checkbox"/> Foreign	<input type="checkbox"/> Foreign
<input type="checkbox"/> Amendment	<input type="checkbox"/> LLC
<input type="checkbox"/> Domestic	<input type="checkbox"/> Domestic
<input type="checkbox"/> Foreign	<input type="checkbox"/> Foreign
<input type="checkbox"/> Merger	<input checked="" type="checkbox"/> Other
<input type="checkbox"/> Domestic	<b>Certificate of Cancellation</b>
<input type="checkbox"/> Foreign	<b>of Limited Partnership</b>

FILED  
97 NOV 25 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Upon completion, please forward usual evidence to the undersigned. If there are any problems, please telephone this office at 1-800-622-1428.

Very truly yours,

Document Examiner

Updater

Updater  
Verifier

Acknowledgement

W. P. Verifier

BCC  
*Brian F. Greenwood*  
Brian F. Greenwood

Associate Customer Specialist

**SPECIAL INSTRUCTIONS:**

Please file upon receipt and forward usual evidence in the enclosed self-addressed stamped envelope.  
Thanks for your help in this matter.

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CERTIFICATE OF CANCELLATION OF REGISTRATION OF  
FOREIGN LIMITED PARTNERSHIP

Pursuant to the provisions of Section 620.174 of the Florida Uniform Limited Partnership Act, the following Certificate of Cancellation of Foreign Limited Partnership is submitted for filing.

ARTICLE 1. The name of the limited partnership is WinCup Holdings, L.P.

ARTICLE 2. If different than above, the name of the limited partnership under which its Certificate of Authority was issued in Florida is WinCup Holdings, Limited Partnership

ARTICLE 3. The limited partnership's Certificate of Authority to conduct business in Florida was issued on December 18, 1995

ARTICLE 4. The effective date of cancellation, if different than the date of the filing of this Certificate with the Secretary of State, is \_\_\_\_\_

ARTICLE 5. The authority of the Secretary of State to accept service of process for the limited partnership with respect to causes of action arising out of the transaction of business in the State of Florida survives the filing of this Certificate and remains in effect.

ARTICLE 6. The address in the jurisdiction of organization of the limited partnership to which the Secretary of State can forward service of process is 314 South State Street

Dover, DE 19901

WinCup Holdings, Inc.

10-21-97  
(Date)

By: [Signature]  
(Signature of general partner)

Michael T. Kennedy, President  
(type/print name of signator above)