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VIA UPS OVERNIGHT

June 4, 2003

Amendment Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399

Re:

Withdrawal of Foreign Limited Partnership Cedar Income Fund Partnership, L.P.

Dear Sirs:

Enclosed please find an original Certificate of Cancellation for Cedar Income Fund Partnership, L.P., along with our check in the amount of \$105.00 for (1) the filing fee and (2) certified copy of the cancellation.

Please forward the certified copy to my attention at the address listed below.

If you have any questions, please feel free to call me at (516) 944-4529.

Thank you for your assistance

Very truly yours,

Stuart H. Widowski General Counsel

SHW:gd

SECHTIVE OF NOT SO

CERTIFICATE OF CANCELLATION FOR

Cedar Income Fund Partnersh	
(insert name cur	rently on file with Florida Dept. of State)
	620.174, Florida Statutes, this foreign limited partnership cellation in order to cancel its registration with the Florida Cedar Income Fund. Ltd. By: (Signature of a General Partner) Brenda J. Walker
-	Vice President (Typed or Printed name of General Partner Signing Above)
	(Typed of Finned name of General Farmer Spring Apove)
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JIRIE OF THE STATE	
COUNTY OF Marken	PH 12: 08
COCKIT OI VIOLENCE	
On this day of day of personally appeared before me, who is personally k whose identity I pro	
	Dolores Sartavalle
الما يه الماسطين بالمفهد ينها الا في الا يوا	Notary Public Signature
	DOLORES TARTAVOULLB Notary Public, State of New York National Public State
Seal	My Commission Expires: