

F95000001596
Colony Advisors, Inc.

September 26, 1997

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

FILED
97 SEP 30 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: **GBP Genpar, Inc. (No. F95000001596)**
Colony GBP Partners Limited Partnership (No. B95000000123)

Ladies and Gentlemen:

Enclosed please find one original and one photocopy of the originally executed and acknowledged Certificate of Cancellation of Registration of a Foreign Limited Partnership by Colony GBP Partners, L.P., doing business in Florida as Colony GBP Partners Limited Partnership.

Also enclosed are one original and one photocopy of the Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida by GBP Genpar, Inc.

Please file these Certificate at your earliest convenience and send me file-stamped copies of each certificate using the stamped, self-addressed envelope enclosed. I have enclosed our checks in the amount of \$52.50 and \$35.00 made payable to Secretary of State in payment of your filing fees (\$52.50 for the partnership and \$35.00 for the corporation).

Please call if you require any additional information. Thank you for your assistance.

300002307229--2
Very truly yours, 09/30/97--01013--015
*****35.00 *****35.00

Om

Joy Mallory
Legal Administrator

Encl.

1999 Avenue of the Stars
Suite 1200
Los Angeles, California 90067
Fax 310/282-8808
Tel 310/282-8820

Withdrawal
KFS
10-7-97

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA

GBP GENPAR, INC.

Incorporated under Law of The State of Delaware

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1999 Avenue of the Stars, Suite 1200
Los Angeles, California 90067

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

September 26, 1997
Date


Mark M. Hedstrom
Vice President

#F95000001596