

1728

CANCELLATION OF CERTIFICATE OF LIMITED PARTNERSHIP

THOMPSON & FRANKLIN 120 AG 370, LTD.

The undersigned as General Partner and attorney-in-fact for the Limited Partners of Thompson & Franklin 120 AG 370, Ltd., a limited partnership (the "Partnership") organized under the Uniform Limited Partnership Act of the State of Georgia, hereby cancel, pursuant to the provisions of O.C.G.A. § 14-9-26, the Certificate of Limited Partnership, as amended, executed by the undersigned, dated December 31, 1976, for reason that the General Partner and Limited Partners owning 51% of Units owned by Limited Partners as a group have approved dissolution of the Partnership pursuant to express terms of the Limited Partnership Agreement.

IN WITNESS WHEREOF, this document is executed as of the  
27<sup>th</sup> day of December, 1988

GENERAL PARTNER

  
William H. Franklin, Jr.

Before me, the undersigned Notary Public, personally appeared WILLIAM H. FRANKLIN, JR., who is known to me and acknowledged before me on this date, that being informed of the contents of this Cancellation of Certificate of Limited Partnership he executed the same voluntarily in his capacity as General Partner of the Limited Partnership, Thompson &

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K. Morgan Varner III, Notary Public  
Notary Public for the State of Georgia  
My Commission Expires 12/31/90

Franklin 120 AG 370, Ltd. as of the day the same bears date.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal of office this the 27<sup>th</sup> day of December, 1988.

Erie M. Newberry  
Notary Public  
Notary Public, Georgia, State at Large  
My Commission Expires July 14, 1989

LIMITED PARTNERS

William H. Franklin, Jr.  
William H. Franklin, Jr.  
attorney-in-fact for the  
following Limited Partners,  
said Limited Partners being  
all of the limited partners  
of the Partnership as shown  
on the Partnership records

William H. Franklin, Sr.  
Allan B. Truax  
Wayne W. Killion  
Robert L. Pettus, Jr.

Before me, the undersigned Notary Public, personally appeared WILLIAM H. FRANKLIN, JR., who is known to me and acknowledged before me on this date, that being informed of the contents of this Cancellation of Certificate of Limited Partnership he executed the same voluntarily in his capacity as attorney-in-fact for the Limited Partners of Thompson & Franklin 120 AG 370, Ltd. pursuant to power of attorney granted in the Limited Partnership Agreement, as of the day

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the same bears date.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal of office this the 27<sup>th</sup> day of December, 1988.

Ernie M. Newberry  
Notary Public

Notary Public, Georgia, State at Large  
My Commission Expires July 14, 1989

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STATE OF ALA. SHELBY  
I CERTIFY THIS  
INSTRUMENT WAS FILED

88 DEC 28 PM 1:00

William H. Thompson, Jr.  
JUDGE OF PROBATE

Rec 7.50  
Jud 1.00  
8.50