
**CERTIFICATE OF CANCELLATION
OF
LIMITED PARTNERSHIP
OF
TC LIMITED PARTNERSHIP**

Inst # 2001-56450

12/26/2001-56450
09:37 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 MSB 11.00

Pursuant to Section 10-9B-203 of the Alabama Limited Partnership Act (the "Act"), TC Limited Partnership, an Alabama limited partnership (the "Limited Partnership"), hereby adopts the following Certificate of Cancellation for the purpose of dissolving the Company:

FIRST: The name of the Limited Partnership is:

TC Limited Partnership

SECOND: The Certificate of Limited Partnership of the Limited Partnership was filed with the Judge of Probate of Shelby County, Alabama on May 5, 1988 and was amended by filing an Amendment to the Certificate of Limited Partnership with the Judge of Probate of Shelby County, Alabama on December 20, 1990.

THIRD: The partners of the Limited Partnership wish to file this Certificate of Cancellation and dissolve the Limited Partnership following their determination that the purpose for which the Limited Partnership was formed is no longer viable.

FOURTH: The dissolution of the Company shall be effective as of December 31, 2001.

TC LIMITED PARTNERSHIP

Harbert Properties Corporation,
its General Partner

By: *S. Perry Hansen Jr.*
Its: *Authorized Person & Secretary*