APPLICATION FOR WITHDRAWAL 2 55 PH '97 OF FOREIGN LIMITED PARTNERSHIP



(Instructions on back of application)

| То | the Secretary of State of Idaho Pursuant to the provisions of Chapter 2, Idaho Code , the undersigned limited partnership hereby applies to withdraw from the State of Idaho and for that purpose submits the following statement: |
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| 1. | The name of the limited partnership is Grezar Associates Limited Partnership |
| | The name which it used in Idaho is Grezar Associates Limited Partnership |
| 2. | It is organized under the laws of Connecticut |
| 3. | It is not transacting business in the State of Idaho. |
| 4. | It hereby surrenders its authority to transact business in said state. |
| 5. | It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be madeon it by registered or certified mail to the limited partnership at the address listed in item 6., below. |
| 6. | The post office address to which process against the limited partnership may be mailed is |
| (| c/o Newkirk Management Co., L.P. |
| | 500 West Putnam Avenue, Greenwich Connecticut 06830 |
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| | James Greene, A General Partner 16/14/1997 09 00 |
| | CK: 18454 CT: 19577 BH: 46688 Secretary of State use only for withink |

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