

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Bainebridge CDD Holdings, LLC
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Roy Van Wyk, Esq.

(Name of Person)

Hopping Green & Sams, P.A.

(Firm/Company)

119 South Monroe Street, Suite 300

(Address)

Tallahassee, Florida 33031

(City/State and Zip Code)

For further information concerning this matter, please call:

William Rizzetta

(Name of Person)

at (813) 933-5571

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

ρ \$25.00 Filing Fee

ρ \$30.00 Filing Fee &
Certificate of Status

ρ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

ρ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY**

FILED
13 JUL 15 PM 4:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is
Bainebridge CDD Holdings, LLC

2. The Articles of Organization were filed on January 18, 2012 and assigned document number
L12000008683

3. The date the dissolution was approved: May 8, 2012

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy 608.441 on back cover letter).

Dissolution of the organization was authorized by 100% of the members of the Bainebridge Community Development District which is the sole member of the organization and as set forth in Section 3 of Resolution 2012-08 attached hereto as Exhibit A.
All conditions precedent to the dissolution of the organization regarding the sale of property to D.R. Horton have occurred.

5. CHECK ONE:

- All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
 Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

7. CHECK ONE:

- There are no suits pending against the company in any court.
-OR-
 Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Printed Name

William J. Rizzetta

William J. Rizzetta