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November 29, 1999

Florida Department of State
Division of Corporations
Post Office Box 6237
Tallahassee, Florida 32314

**RE: ARTICLES OF DISSOLUTION FOR
WATERFORD AT WORTHINGTON DEVELOPMENTS I, INC.**

Dear Sir/Madam:

Enclosed please find one original of the Articles of Dissolution for Waterford at Worthington Developments I, Inc. I am also enclosing a check made payable to the Secretary of State in payment of the \$35.00 filing fee.

Please file these Articles accordingly. Thank you for your cooperation and assistance in connection with this matter.

Sincerely,

GARGANO & MARCHEWKA, L.L.P.

Anthony J. Gargano

Anthony J. Gargano *108*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AJG:rds
enclosures
cc: client

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ARTICLES OF DISSOLUTION
OF
WATERFORD AT WORTHINGTON DEVELOPMENTS I, INC.

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is WATERFORD AT WORTHINGTON DEVELOPMENTS I, INC. (the "Corporation").

ARTICLE II - DATE DISSOLUTION AUTHORIZED

The dissolution was authorized by the corporation's shareholders on November 24, 1999.

ARTICLE III - SHAREHOLDER APPROVAL

The dissolution was approved by a majority of the corporation's shareholders, which is sufficient for dissolution of the Corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the corporation by its duly authorized officer on November 24, 1999.

WATERFORD AT WORTHINGTON
DEVELOPMENTS I, INC.


By:  Jeff Darragh, Vice President

STATE OF FLORIDA)

COUNTY OF LEE)

SS

BEFORE ME, the undersigned authority in and for said County and State, personally appeared Jeff Darragh, Vice President of WATERFORD AT WORTHINGTON DEVELOPMENTS I, INC., who, is personally known to me or who has produced _____ as identification and who did (did not) take an oath.


Notary Public

My Commission expires:

(Typed Name)

Frances Diane Kussman
MY COMMISSION # CC835757-EXPIRES
June 29, 2003
BONDED THRU TROY FAIN INSURANCE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED