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(561) 659-6438

OF COUNSEL:
SUZANNE A. DOCKERTY

December 18, 1997

Reply To:
Coral Gables

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

100002386011--6
-12/30/97--01061--002
****105.00 ****105.00

Re: Articles of Merger of American Town Centers, L.C.
Into American Town Centers, LLC

FILED
98 MAR 16 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
CM

Dear Ms. Mortham:

Enclosed, please find Articles of Merger of American Town Centers, L.C. into American Town Centers, LLC. Also enclosed is the check in the amount of \$105.00 to cover filing fees (\$52.50), and for the certified copy (\$52.50). We have included a self-addressed stamped envelope for your convenience for returning the certified copy.

If you should have any questions, please do not hesitate to contact our office. Otherwise, we thank you in advance for your expeditious attention to this request. Happy Holidays!

Very truly yours,

Suzanne A. Dockerty (70)
SUZANNE A. DOCKERTY

SAD/tjd

Enclosure

Steiner\Sec of State.Art of Merger

J. PATRICK FITZGERALD, P.A.

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OF COUNSEL:
SUZANNE A. DOCKERTY

Reply To:
Coral Gables

March 10, 1998

Florida Department of State
Attn: Cathy A. Mitchell, Corp. Specialist
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

FILED
98 MAR 16 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Dissolution of Articles of Merger of American Town Centers, L.C.
Into American Town Centers, LLC

Dear Ms. Mitchell:

The enclosed document has again been returned to our office. The only two members are Townpar, Ltd. and Steiner Caype Interests, Inc. Please note, the signatures on said document, although executed on the left side, are the only two required signatures. We would ask that you please process this document posthaste and if you should have any further questions, please call our office to avoid any further delay. Again, the \$105.00 previously sent should be applied to file this dissolution.

If you should have any questions, please do not hesitate to contact our office. Otherwise, we thank you in advance for your attention to this request.

Very truly yours,


SUZANNE A. DOCKERTY

SAD\td

Enclosure
Steiner\Sec of State.LLC dissol 2nd req



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 8, 1998

SUZZANNE A. DOCKERTY
J. PATRICK FITZGERALD, P.A.
110 MERRICK WAY, SUITE 3-B
CORAL GABLES, FL 33134

SUBJECT: AMERICAN TOWN CENTERS, L.C.
Ref. Number: L95000000726

FILED
98 MAR 16 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for AMERICAN TOWN CENTERS, L.C. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida does not have provisions to file LLC mergers. If you would like to cancel the Florida LLC, I have enclosed the necessary forms. Also if you would like to qualify the Ohio LLC, I enclosed the forms for that. If you would like to do either of the above mentioned options, your \$105.00 will be applied to that, see the fees on the forms, you may have to send in additional money, or you may request a refund.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 098A00001003



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 4, 1998

SUZZANNE A DOCKERTY
J. PATRICK FITZGERALD, P.A.
110 MERRICK WAY, SUITE 3-B
CORAL GABLES, FL 33134

SUBJECT: AMERICAN TOWN CENTERS, L.C.
Ref. Number: L95000000726

FILED
98 MAR 16 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for AMERICAN TOWN CENTERS, L.C. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

All members must sign the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 898A00011884

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

L95-726

1. The name of the limited liability company is AMERICAN TOWN CENTERS, L.C.

2. The effective date of the limited liability company's dissolution is DECEMBER 31, 1997

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

608.441 (1) (b) By unanimous written agreement of all members

FILED
98 MAR 16 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4. 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 608.4421.

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

6. CHECK ONE :

☒ There are no suits pending against the company in any court.

-OR-

☐ Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against it in any pending suit.

Signatures of all members :

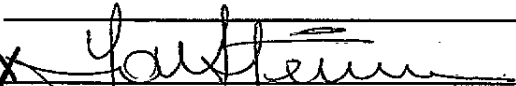
Signature

Typed or Printed name

Townpar, Ltd., a Florida limited partnership

By: Bagheera Interests, L.C., a Florida
limited liability company, its
General Partner

BY: Yaromir Steiner, Manager


Yaromir Steiner, Manager

Steiner Caype Interests, Inc., a Florida
corporation

By: Yaromir Steiner, President


Yaromir Steiner, President