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Florida Department of State Division of Corporations

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To:

Division of Corporations

Fax Number

: (850)617-6380

From:

Account Name : JONES, FOSTER, JOHNSTON & STUBBS, P.A.

Account Number: 076077003231 Phone : (561)650-0471

Fax Number

: (561)650-0431

DISSOLUTION OR WITHDRAWAL

MADEIRA SHOPPING CENTERS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

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12/31/2007

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December 28, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

MADEIRA SHOPPING CENTERS, INC. 505 SOUTH FLAGLER DRIVE SUITE 1325 WEST PALM BEACH, FL 33401

SUBJECT: MADEIRA SHOPPING CENTERS, INC.

REF: 196189

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The electronic filing cover sheet submitted with your document reflects the incorrect type of document. The cover sheet must reflect the type of document you are filing. Please generate a new fax audit cover sheet under the appropriate document type. When resubmitting your document for filing, please also send a copy of the incorrect cover sheet marked "ABANDONED".

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) 245-6957.

Pamela Smith Regulatory Specialist II

FAX Aud. #: E07000307401 Letter Number: 407A00071934

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation as currently filed with the Florida Department	of State:			
	Madeira Shopping Centers, Inc.				
SECOND:	The document number of the corporation (if known): 196189				
THIRD:	The date dissolution was authorized: November: 8, 2007				
	Effective date of dissolution if applicable: Date of filing of these (no more than 90 days after dissolution		f ssolution		
FOURTH:	Adoption of Dissolution (CHECK ONE)				
	Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.				
	Dissolution was approved by the shareholders through voting groups.				
	The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:				
	The number of votes cast for dissolution was sufficient for approval by	2007 DEC 31 PM SECRETARY OF S TALLAHASSEE.F.			
	(voting group)	31 SSE	FILED		
		PH 2: 45 OF STATE E. FLORIDA	Ö		
;	Signature: (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)				
	Paul B Hanna				
	(Typed or printed name of person signing)				
	President				
	(Title of person signing)				

Filing Fee: \$35

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: Madeira Shopping Centers, In	c.
Date of dissolution will be the date the dissolution is filed with the I specified in the Articles of Dissolution.	
Description of information that must be included in a claim:	
·	
Mailing address where claims can be sent: (Claims cannot be sent to	the Division of Corporations)
	,
505 S. Flagler Drive	
Suite 1325	
West Palm Beach, FL 33401	
A claim against the above named corporation will be barred unless a within 4 years after the filing of this notice.	proceeding to enforce the claim is commenced
	.//1
Paul B. Hanna, President	fles ff-
Printed Name of the Person Filing	Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00