

FROM : FLORIDA FILING

FAX NO. : 8502160460

Jul 29 2009 09:38AM P173

Division of Corporations

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A93000001322

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : FLORIDA FILING & SEARCH SERVICES
Account Number : I20000000189
Phone : (850) 216-0457
Fax Number : (850) 216-0460

DISS/TERM/CANCEL/REV OF LP/LLP

MAGNOLIA ASSOCIATES, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$105.00

S. HAWKES

AUG 27 2009

EXAMINER

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**CERTIFICATE OF DISSOLUTION
FOR**

MAGNOLIA ASSOCIATES, LTD.

(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

Pursuant to the provisions of section 620.1203, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on 12/10/1993, assigned Florida document number A93000001322, hereby submits this Certificate of Dissolution.

FIRST: Reason for dissolution: (State why partnership is submitting dissolution)

The dissociation of a person as a general partner. The partnership no longer owns any assets.

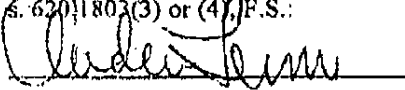
and its general partner, Metropolitan Orlando GP LLC, was dissolved.

SECOND: ☒ A Notice of Dissolution is attached.
(Check box if attached.)

THIRD: Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signatures of each general partner or the person appointed pursuant to
s. 620.1803(3) or (4), F.S.:



Andrew S. Levine, in his capacity

as General Counsel of St. Armands Operating
Partnership, L.P.

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

FILED
09 AUG 26 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**NOTICE OF DISSOLUTION
FOR
FLORIDA LIMITED PARTNERSHIP
OR LIMITED LIABILITY LIMITED PARTNERSHIP**

This notice is submitted by the dissolved limited partnership or limited liability limited partnership named below or the successor entity for resolution of payment of unknown claims against this limited partnership or limited liability limited partnership as provided in s. 620.1807, F.S.

This "Notice of Dissolution" is optional and is not required when filing a Certificate of Dissolution.

Name of Dissolved Limited Partnership or Limited Liability Limited Partnership:

Magnolia Associates, LTD.

Description of information that must be included in a claim:

Nature of Claim, Date of Loss, Location, Name and Contact Information of Claimant.

Mailing address where claims can be sent: (Claims cannot be sent to the Florida Department of State.)

SL Green Realty Corp.

420 Lexington Avenue

New York, NY 10170

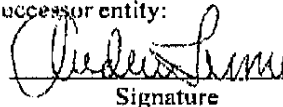
Attention: Legal Department

A claim against the above named limited partnership or limited liability limited partnership will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of the notice.

Signature of a general partner or a principal of the successor entity:

Andrew S. Levine

Printed Name


Signature

Fee: No charge if included with Certificate of Dissolution. If filed separately, \$52.50.

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TALLAHASSEE, FLORIDA

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