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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

INDA A. SCARCELLI

Account Name : CNL FINANCIAL GROUP, INC.

Account Number : 113615003626

Phone

: (407)650-1000

Fax Number

: (407)540-2699

DISS/TERM/CANCEL/REV OF LP/LLP

LEGACY PLACE, LTD.

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CERTIFICATE OF DISSOLUTION FOR LEGACY PLACE, LTD.

Pursuant to the provisions of section 620.1203, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on September 30, 1999, hereby submits this Certificate of Dissolution.

FIRST: Reason for Dissolution. The general partners mutually agreed to dissolve the Partnership. As a result the Partnership has been dissolved, all distributions and obligations resolved.

SECOND: <u>Effective Date of Dissolution</u>. The Certificate of Dissolution shall be effective on December 31, 2006.

EXECUTED this // day of December, 2006.

GENERAL PARTNER

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