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Waller Lansden Dortch & Davis, PLLC

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Waller Langden Dortch & Davis, LLP Affiliated with the Protessional Liwited Lubilly Companseo South Grand Avenue, Suite Boo Los Angeles, California 90071 (213) 362-3680

December 9, 2005

VIA UPS OVERNIGHT DELIVERY

Florida Department of State Division of Corporations Registration Section Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re:

WALLER LANSDEN DORTCH & DAVIS, PLLC

809 SOUTH MAIN STREET

South Bay Plantation, L.P.-FEIN 621742603 Spring Lake Village, L.P.-FEIN 621838123 South Bay/Naples, L.L.C.-FEIN 621742604 Spring Lake Village/St. Petersburg, L.L.C.-FEIN 621839416

To Whom It May Concern:

Please find enclosed for filing the following documents:

- 1. Certificate of Cancellation for South Bay Plantation, L.P. and check in the amount of Fifty Two and 50/100 Dollars (\$52.50) to cover all filing fees;
- 2. Certificate of Cancellation for Spring Lake Village, L.P. and check in the amount of Fifty Two and 50/100 Dollars (\$52.50) to cover all filing fees;
- 3. Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida for South Bay/Naples, L.L.C. and check in the amount of Twenty-Five Dollars (\$25.00) to cover all filing fees;

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. WALLER LANSDEN DORTCH & DAVIS, PLLC

December 9, 2005 Page 2

4. Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida for Spring Lake Village/St. Petersburg, L.L.C. and check in the amount of Twenty-Five Dollars (\$25.00) to cover all filing fees;

Once these documents are recorded, please return stamped copies to our office in the enclosed self addressed, stamped envelope provided.

Please contact me at 615-850-8591 with any questions that you may have in this regard.

Sincerely,

Kelly Moon Paralegal

/kam

CERTIFICATE OF CANCELLATION FOR SPRING LAKE VILLAGE, L.P.

Pursuant to the provisions of section 620.174, Florida Statutes, this foreign limited partnership hereby submits this Certificate of Cancellation in order to cancel its registration with the Florida Department of State.

My commission expires: 9-22-07

[Seal]