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Waller Lansden Dortch & Davis, PLLC

Nashville City Center
511 Union Street, Suite 2700.
Post Office Box 198966
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(615) 244-6380

FAX: (615) 244-6804 www.wallerlaw.com WALLER LANSDEN DORTCH & DAVIS, LLP
APPLIATO WITH THE PROFESSIONAL LIMITED LABILITY COMPANI
SEO SOUTH GRAND AVENUE. SUITE 800
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

Waller Lansden Dortch & Davis, PLLC

809 SOUTH MAIN STREET

POST OFFICE BOX 1035

COLUMBIA, TENNESSEE 38402-1035

(931) 388-6031

Re: 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;

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

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CERTIFICATE OF CANCELLATION FOR SOUTH BAY PLANTATION, 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.

SOUTH BAY PLANTATION, L.P. BY: SOUTH BAY/NAPLES, L.L.C., its sole General Partner Name: C. Harris Haston Title: Managing Member STATE OF Tennessee COUNTY OF Davidson On this 7⁴⁵ day of <u>December</u>, 2005 personally appeared before C. Harris Haston, who is personally known to me to be the Managing Member of South Bay/Naples, L.L.C. the sole General Partner of South Bay Plantation, L.P. Notary Signature Michael A. Fielder Notary's Printed Name

My commission expires: 9-22-07

[Seal]