

NOV 2 2007 9:47PM  
L. J. ...

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**F020000001084**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6380

From: Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1575

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**DISSOLUTION OR WITHDRAWAL**

**CNL RETIREMENT - GP/NATIONAL CORP.**

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NO. 219 P. 2  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF  
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

CNL Retirement - GP/National Corp.

(Name of Corporation)

F02000001084

(Document Number of Corporation (if known))

Delaware

(Incorporated Under Laws of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

3760 Kilroy Airport Way, Suite 300

(Mailing Address)

Long Beach, California 90806

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Brian J. Maas  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

November 1, 2007  
(Date)

Brian J. Maas

(Typed or printed name of person signing)

Senior Vice President

(Title of person signing)

**FILING FEE \$35**