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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number: (850) 205-0380  
Eliza J. Baird

From: Account Name : CNL FINANCIAL GROUP, INC.  
Account Number : 113615003626  
Phone : (407) 650-1000  
Fax Number : (407) 650-1065

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DIVISION OF CORPORATIONS

WITHDRAWAL OF FOREIGN CORPORATION

CNL RESORT ACQUISITION CORP.

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Estimated Charge	\$43.75

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

CNL Resort Acquisition Corp.  
(Name of Corporation)

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:

450 S. Orange Avenue  
(Mailing Address)

Orlando, FL 32801  
(City/ State /Zip)

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

  
Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary. President Title

John A. Griswold May 19, 2004  
Typed or printed name Date

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