

F96000004961

Florida Department of State
Division of Corporations
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DISSOLUTION OR WITHDRAWAL

HIGHWOODS/FLORIDA GP CORP.

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TALLAHASSEE, FLORIDA

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

Highwoods/Florida GP Corp.
(Name of Corporation)

F96000004961
(Document Number of Corporation (if known))

Delaware
(Incorporated Under Laws of)

FILED
09 JUN 15 PM 11:12
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

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.

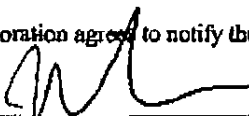
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

c/o Highwoods Realty GP Corp, 3100 Smoketree Court, Suite 600
(Mailing Address)

Raleigh, NC 27604
(City/ State /Zip)

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


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

December 31, 2008
(Date)

Jeffrey D. Miller
(Typed or printed name of person signing)

VP, General Counsel, Secretary
(Title of person signing)

FILING FEE \$35