

W. H. Howard
S. H.



One Hickory Centre
1800 Valley View Lane
Suite 300
Dallas, Texas 75234
tel 469.522.4200
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March 20, 2006

VIA FEDERAL EXPRESS NO. 7903 6237 6897

Florida Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Withdrawal of ART Florida Partners III, Inc., a foreign corporation
Dissolution of Falcon House Associates, Ltd., a Florida limited partnership;
Withdrawal of Metra Windsor Tower, GP, LLC, a foreign limited liability company

Dear Sir or Madam:

Enclosed in regard to the above-referenced entities please find two (2) copies of each application for withdrawal/dissolution and our company's check #207397 in the amount of \$121.25 to cover the filing fee for each application.

Please process this request in the usual manner and return a file-stamped copy of each document to me in the Federal Express envelope provided.

Should you have any questions or require anything further to complete the withdrawals/dissolution please contact me at (469) 522-4374.

Kind regards,

Pat Hall
Corporate Paralegal
Prime Income Asset Management, Inc.
Fax: (469) 522-4360
Email: pat.hall@primeasset.com

Enclosures

Return Federal Express No. 7920 4713 5131

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ART Florida Partners III, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F98000002300

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Sara Frederick
(Name of Person)

Prime Income Asset Management, Inc.
(Firm/Company)

1800 Valley View Lane, Ste 300
(Address)

Dallas, Texas 75234
(City/State and Zip code)

For further information concerning this matter, please call:

Sara Frederick at (469) 522-4368
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

MAILING ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

ART Florida Partners III, Inc.

(Name of Corporation)

F98000002300

(Document Number of Corporation (if known))

Nevada

(Incorporated Under Laws of)

FILED
06 MAR 21 AM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

1800 Valley View Lane, Suite 300

(Mailing Address)

Dallas, Texas 75234

(City/ State /Zip)

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

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

1/28/06

(Date)

Sara Frederick

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

FILING FEE \$35