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FILED

00 SEP -5 PM 4:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 820759 4348748

AUTHORIZATION : -

COST LIMIT : \$ 43.75

Patricia Pizito

ORDER DATE : September 5, 2000

ORDER TIME : 2:36 PM

ORDER NO. : 820759-005

CUSTOMER NO: 4348748

100003382441--7

CUSTOMER: Ms. Peggy Brown
Trammell Crow Residential
Suite 1200 Lock Box 128
717 North Harwood
Dallas, TX 75201

DOMESTIC FILINGS

NAME: TC RESIDENTIAL, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

RECEIVED
00 SEP -5 PM 3:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

● COULLETTE SEP - 6-2000

ARTICLES OF DISSOLUTION

FILED
00 SEP -5 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: TC RESIDENTIAL, INC.

SECOND: The date dissolution was authorized: August 11, 2000

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 31st day of August, 2000.

Signature

Peggy E. Brown

(By the Chairman or Vice Chairman of the Board, President, or other officer)

Peggy E. Brown, Assistant Secretary

(Typed or printed name)

(Title)

**UNANIMOUS CONSENT OF SHAREHOLDERS
OF**

TC RESIDENTIAL, INC., a Florida corporation
(Formerly: CTSF Properties, Inc.)

August 11, 2000

The undersigned, being the owners and holders of all of the issued and outstanding common stock of **TC RESIDENTIAL, INC.**, a Florida corporation (the "Corporation"), acting pursuant to the provisions the Florida Statutes, hereby give written consent to the adoption of, and do hereby adopt, the following resolutions:

RESOLVED, that the Corporation be dissolved voluntarily pursuant to Section 607.1403, Florida Statutes, in accordance with the terms and conditions of the plan of dissolution incorporated into the following resolutions; and

RESOLVED FURTHER, that the Corporation is being liquidated pursuant to Sections 331 and 336 of the Internal Revenue Code of 1986, as amended; and

RESOLVED FURTHER, that all liabilities and obligations of the Corporation will be paid or discharged, or adequate provision will be made therefor; and

RESOLVED FURTHER, that after the provisions for, or the payment of, the known debts and liabilities of the Corporation, the officers of the Corporation are authorized and directed to distribute the remaining assets of the Corporation to the shareholders of record in the following manner: (1) with respect to any cash, by distributing to the shareholders of record a proportion of such cash equal to the proportion that the shares owned by each such shareholder bears to the total issued and outstanding shares of the Corporation; and (2) with respect to assets other than cash, by distributing to the shareholders of record an undivided interest in each of such assets equal to the proportion that the shares of the Corporation owned by each such shareholder bears to the total issued and outstanding shares of the Corporation; and

RESOLVED FURTHER, that the distribution of the assets shall be made to the shareholders of the Corporation on the following conditions: (1) that on demand made by the Board of Directors, the shareholders surrender, for cancellation, the certificate or certificates evidencing their ownership of capital stock of the Corporation; and (2) that such distribution shall be in complete satisfaction of the rights of the shareholders as the shareholders of the Corporation; and

RESOLVED FURTHER, that the officers of the Corporation be, and they hereby are, authorized to do such acts and to take such steps as may be necessary or convenient to carry this plan into effect, including, but not limited to, the execution of such instruments as may be required to vest title to the assets of the Corporation in the shareholders; and

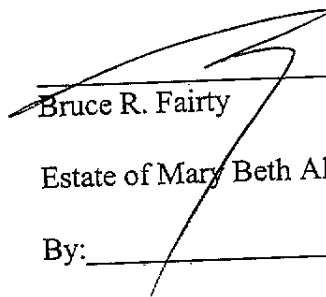
RESOLVED FURTHER, that as soon as the assets of the Corporation have been distributed in conformity with this plan, the officers of the Corporation are hereby authorized and directed to execute Articles of Dissolution pursuant to, and in conformity with, the provisions of the Florida Statutes, and to cause such Articles of Dissolution to be filed in the office of the Secretary of State of Florida, and to do all other things necessary or convenient to the dissolution of the Corporation; and

RESOLVED FURTHER, that any proper officer of the Corporation be, and each of them hereby is, authorized and empowered, acting for, in the name and on behalf of the Corporation, to make, execute, acknowledge, certify, accept, file, verify, issue, deliver and record all such applications, agreements, documents, instruments and certifications, with the corporate seal of the Corporation affixed thereto and attested by the Secretary or any Assistant Secretary of the Corporation, or unattested, or without such seal, and to do or cause to be done all such acts and things, and to take all such steps, and to make all such payments and remittances, as may in each case be in the opinion of the officer taking such action (such opinion to be conclusively evidenced by the taking of such actions by such officer), necessary, desirable, appropriate, or convenient to the dissolution of the Corporation; and

RESOLVED FURTHER, that all actions heretofore taken by the officers of the Corporation, and all things done by their authority, with respect to the dissolution of the Corporation be, and the same hereby are, ratified, approved and adopted as the acts of the Corporation.

This consent may be executed in any number of counterparts, and it shall not be necessary for more than one shareholder to execute any one counterpart, provided that each shareholder shall have executed at least one counterpart. All counterparts of this consent shall be taken together as one and the same instrument.

IN WITNESS WHEREOF, the undersigned, being all of the shareholders of record of the Corporation, have executed this consent as of the date first above written.



Bruce R. Fairty

Estate of Mary Beth Alberts, Debtor

By: _____

RESOLVED FURTHER, that the officers of the Corporation be, and they hereby are, authorized to do such acts and to take such steps as may be necessary or convenient to carry this plan into effect, including, but not limited to, the execution of such instruments as may be required to vest title to the assets of the Corporation in the shareholders; and

RESOLVED FURTHER, that as soon as the assets of the Corporation have been distributed in conformity with this plan, the officers of the Corporation are hereby authorized and directed to execute Articles of Dissolution pursuant to, and in conformity with, the provisions of the Florida Statutes, and to cause such Articles of Dissolution to be filed in the office of the Secretary of State of Florida, and to do all other things necessary or convenient to the dissolution of the Corporation; and

RESOLVED FURTHER, that any proper officer of the Corporation be, and each of them hereby is, authorized and empowered, acting for, in the name and on behalf of the Corporation, to make, execute, acknowledge, certify, accept, file, verify, issue, deliver and record all such applications, agreements, documents, instruments and certifications, with the corporate seal of the Corporation affixed thereto and attested by the Secretary or any Assistant Secretary of the Corporation, or unattested, or without such seal, and to do or cause to be done all such acts and things, and to take all such steps, and to make all such payments and remittances, as may in each case be in the opinion of the officer taking such action (such opinion to be conclusively evidenced by the taking of such actions by such officer), necessary, desirable, appropriate, or convenient to the dissolution of the Corporation; and

RESOLVED FURTHER, that all actions heretofore taken by the officers of the Corporation, and all things done by their authority, with respect to the dissolution of the Corporation be, and the same hereby are, ratified, approved and adopted as the acts of the Corporation.

This consent may be executed in any number of counterparts, and it shall not be necessary for more than one shareholder to execute any one counterpart, provided that each shareholder shall have executed at least one counterpart. All counterparts of this consent shall be taken together as one and the same instrument.

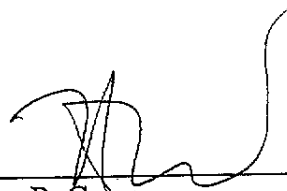
IN WITNESS WHEREOF, the undersigned, being all of the shareholders of record of the Corporation, have executed this consent as of the date first above written.

Bruce R. Fairty

Estate of Mary Beth Alberts, Debtor

By: _____

No longer a shareholder



Harlan R. Crow

J. Ronald Terwilliger

Robert C. Speicher

Trammell C. Crow

Harlan R. Crow



Ronald Terwilliger

Robert C. Speicher

Trammell C. Crow

Harlan R. Crow

J. Ronald Terwilliger




Robert C. Speicher

Trammell C. Crow

Harlan R. Crow

J. Ronald Terwilliger

Robert C. Speicher



Trammell C. Crow