

SHERWOOD APARTMENTS REALTY CORP. C/O INSIGNIA MGMT GROUP, LP 2300 GLADES ROAD STE. 430 WEST BOCA RATON, FL 33431

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SUBJECT: SHERWOOD APARTMENTS REALTY CORP.

Ref. Number: J39122

Our records indicate the registered agent for the above named corporation resigned on June 5, 2000 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (850)-487-6050.

Carol Mustain Corporate Specialist



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 15, 2000

SHERWOOD APARTMENTS REALTY CORP. % INSIGNIA MGMT GROUP, LP 2300 GLADES RD. SUITE 430, WEST BOCA RATON, FL 33431

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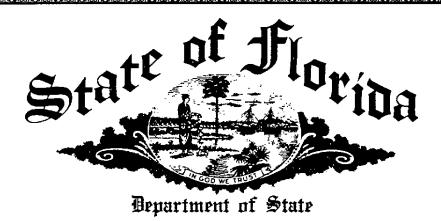
Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

Letter Number: 400A00048885

A Certificate of Dissolution is enclosed.

If you have any questions concerning this matter, please call (850) 487-6916.

Carol Mustain
Corporate Specialist
Amendment Section
Division of Corporations



CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for SHERWOOD APARTMENTS REALTY CORP., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of September 15, 2000 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is J39122.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Fifteenth day of September, 2000



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Katherine Harris Katherine Harris Secretary of State