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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
01 SEP 27 AM 8:53

September 21, 2001

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Florida Department of State
Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

100004614131--2
-09/27/01--01079--022
*****35.00 *****35.00

In re: Towne Properties Partners, Inc.
Towne Properties Group, Inc.
Towne Properties Associates, Inc.
Towne Management Realty, Inc.

Dear Sir or Madam:

On behalf of our above-referenced clients, enclosed are the originals and two copies each of Articles of Dissolution. Also enclosed are four separate checks, each in the amount of \$35.00, representing the filing fees. Please file and return the date-stamped copies to us in the self-addressed stamped envelope provided for your convenience in responding.

If you have any comments or questions, please feel free to contact me at the number above.

Very truly yours,

Mary Beth Hewitt
Mary Beth Hewitt
Paralegal

MBH/cer/00043

Enclosures

c: Mr. Daniel J. Bayer
Frederick J. Caspar, Esq.

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V. SHEPARD OCT 5 2001

ARTICLES OF DISSOLUTION
OF
TOWNE PROPERTIES GROUP, INC.

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

FIRST: The name of the corporation is
Towne Properties Group, Inc.

SECOND: The date dissolution was
authorized: August 31, 2001

THIRD: Adoption of Dissolution (check one)

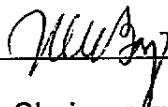
- ☒ X Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

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 Shareholders"]
(voting group)

Signed this 31st day of August, 2001



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

Neil K. Bortz

(Typed or Printed Name)

President

(Title)