

UNDERWOOD & ROBERTS, PLLC

ATTORNEYS AT LAW

A PROFESSIONAL LIMITED LIABILITY COMPANY INCLUDING A PROFESSIONAL ASSOCIATION

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February 20, 2003

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Florida Secretary of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: GATES MILLS, LLC
Articles of Dissolution

Dear Secretary of State:

I am enclosing herewith an original and a copy of the Articles of Dissolution for the above-named limited liability company. In addition, a check in the sum of \$55 is enclosed for this filing and a certified copy.

Please file the original of the enclosed and return a certified copy to the undersigned.

Anne Underwood
Underwood & Roberts, PLLC
4000 WestChase Blvd., Suite 410
Raleigh, NC 27607

If you have any questions, please contact Anne Underwood at 800-686-1615; 919-664-8975 (fax); aunderwood@rlulaw.com. Thank you.

Respectfully submitted,



D. Anne Underwood

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FLORIDA
FEB 20 2003

FILED

ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY

1. The name of the limited liability company is GATES MILLS, LLC

2. The effective date of the limited liability company's dissolution is 2-24-03

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Osection 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).

WRITTEN CONSENT OF ALL THE MEMBERS

4. CHECK ONE:

All debts, obligations and liabilities of the limited liability company have been paid or discharged.

-OR-

Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6. CHECK ONE:

There are no suits pending against the company in any court.

-OR-

Adequate provision has been made for the satisfaction of any judgment, order or decree, which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Robert S. Kingsland

Typed or Printed name

Robert S. Kingsland

DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA
FEB 24 10 16 AM '03

FILED