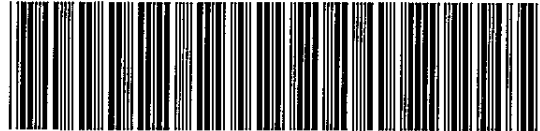


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M. ROBERT POLEY *
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235 MOORE STREET
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(201) 487-1900

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email: lrrich@mindspring.com

March 8, 2004

State of Florida
Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

Re: 2001 Palm Bay Associates, L.L.C.

Dear Sir or Madam:

Enclosed herewith for filing are the Articles of Dissolution for the above-referenced Florida limited liability company. Please file same and provide the undersigned with a certified copy of the filed Articles of Dissolution.

Enclosed herewith is our check in the amount of \$55.00, payable to the Florida Department of State, representing the \$25.00 filing fee and the \$30.00 fee for the certified copy.

Thank you for your consideration in this matter.

Very truly yours,
POLEY & RICH, L.L.C.


Lynnette Rich

LRR/ms
Enc.

ARTICLES OF DISSOLUTION
FOR
2001 PALM BAY ASSOCIATES, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

FILED
04 MAR 11 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is 2001 Palm Bay Associates, L.L.C.
2. The effective date of the limited liability company's dissolution is March 1, 2004.
3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes.

The limited liability company has sold all its property.

4. **CHECK ONE:**

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

The Hampshire 2001 Fund LLC, its sole member
By: The Hampshire Fund II LLC, its managing member

By: 
Name: Mark S. Rosen
Title: Vice President

Filing Fee: \$25.00