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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is _____

MAGNOLIA LAKES, LLC

2. The effective date of the limited liability company's dissolution is 12-31-01

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

The Venture never began. The property anticipated to begin the business was sold and is no longer available.

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

H. Marshall Douglas
Edward J. Allgeyer

Typed or Printed name

H. MARSHALL DOUGLAS
Edward J. Allgeyer

Filing Fee: \$25.00