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NISION OF CORPORATION

LIMITED LIABILITY DISSOLUTION

WATERSIDE HOMES OF NAPLES, LLC

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Certified Copy	0
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ARTICLES OF DISSOLUTION

OF

WATERSIDE HOMES OF NAPLES, LLC

Pursuant to Sections 608.441 and 608.445, Florida Statutes, Waterside Homes of Naples, LLC, a Florida limited liability company (the "Company"), whose Articles of Organization were filed with the Florida Department of State on April 9, 2002 and assigned document number L02000008422, submits the following Articles of Dissolution:

Article 1. Name.

The name of the Company is

Waterside Homes of Naples, LLC

Article 2. Effective Date Of Dissolution.

The effective date of the Company's dissolution shall be the date and time these Articles of Dissolution are filed with the Florida Department of State.

Article 3. Description Of The Occurrence That Resulted In Dissolution.

Pursuant to Section 608.441, Florida Statutes, the occurrence that resulted in the Company's dissolution was the authorization and approval of the Company's dissolution upon the written consent of all of the members of the Company effective as of May 3, 2002.

Article 4. All Debts Paid.

All debts, obligations, and liabilities of the Company have been paid or discharged.

Article 5 All Assets Distributed

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

Article 6. No Suits Pending.

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

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IN WITNESS WHEREOF, the undersigned member, who holds the same percentage of membership interests necessary to approve the dissolution of the Company, has signed and approved these Articles of Dissolution on this 3rd day of May, 2002.

WATERSIDE HOMES OF NAPLES, LLC

By: Dennis E. Smith

Member

Thomas M. Scholten

Member

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