

L02000015372

Division of Corporations

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From: Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
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Attn: Tami Passey

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LLC DISS/WITH OR REV DISS
RESTAURANT ASSETS, LLC

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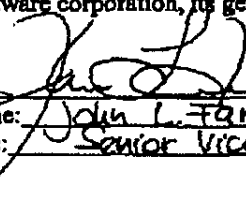
**ARTICLES OF VOLUNTARY DISSOLUTION
OF
RESTAURANT ASSETS, LLC**

1. The name of the limited liability company is RESTAURANT ASSETS, LLC, a Florida limited liability company (the "Company").
2. The Articles of Organization were filed on June 19, 2002 and assigned document number L02000015372.
3. The dissolution was approved January 31, 2007.
4. The dissolution of the Company was duly authorized, consented to, and approved by the sole member by a written consent of the sole member dated as of January 31, 2007.
5. All debts, obligations and liabilities of the Company have been paid or discharged.
6. All remaining property and assets of the Company have been distributed by the Company to the undersigned sole member of the Company.
7. There are no suits pending against the Company in any court.

IN WITNESS WHEREOF, the undersigned sole member of the Company has executed these Articles of Dissolution on this 31st day of January, 2007.

CNL Financial LP Holding, LP, a Delaware limited partnership

By: CNL Financial GP Holding Corp., a Delaware corporation, its general partner

By: 
 Name: John L. Farren
 Title: Senior Vice President

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