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SECRETARY OF STATE

Collins, Brown, Caldwell, Barkett & Garavaglia

ATTORNEYS AT LAW 756 BEACHLAND BOULEVARD VERO BEACH, FLORIDA 32963

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PLEASE REPLY TO:

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*BOARD CERTIFIED IN REAL ESTATE

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***MASTER OF LAWS IN REAL PROPERTY DEVELOPMENT

*BOARD CERTIFIED IN WILLS, TRUSTS, AND ESTATES

ALSO ADMITTED IN DC AND SC

February 3, 2005

Registration Section Division of Corporations Florida Department of State P. O. Box 6327 Tallahassee, Florida 32314

Re:

Downtown Vero Investments, LLC

Dear Sir:

Enclosed please find an original and one conformed copy of the Articles of Dissolution for the above named limited liability company. I would appreciate your filing the original with your office and returning the conformed copy with the appropriate certificate to this office.

I am also enclosing our check in the amount of \$30.00 covering the following:

Filing Fee Certified Copy \$ 25.00 5.00

Thank you for your consideration in this matter.

Sincerely,

GGC, Jr./ma Enclosures

ARTICLES OF DISSOLUTION FOR A FLORIDA LIMITED LIABILITY COMPANY

1. The name of the limited liability company is
DOWNTOWN VERO INVESTMENTS, LLC
2. The date the dissolution was approved:December 30, 2004
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 dissolution was a unanimous consent of its members, and the limited
liability company ceased business
 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 degree 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 ALEX MacWilliam, INC. By: Alex MacWilliam, III, President Alex MacWilliam, Inc.
Jeffrey H. Phymer SR
Kymer