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SECNALIANS C. PLORIDA
TANANASSEE, FLORIDA



Secretary of State

May 19, 2005

HUNTON & WILLIAMS LLP 1111 BRICKELL AVENUE **SUITE 2500** MIAMI, FL 33131-1802

SUBJECT: ACP ORION CENTER, LLC Ref. Number: L02000024397

We have received your document for ACP ORION CENTER, LLC and your check(s) totaling \$30.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Number two of the document must contain the date the decision to dissolve was approved or became effective. This date must be prior to the date this document was submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan Document Specialist

Letter Number: 805A00036201



HUNTON & WILLIAMS LLP 1111 BRICKELL AVENUE SUITE 2500 MIAMI, FLORIDA 33131-1802

TEL 305 • 810 • 2500 FAX 305 • 810 • 2460

ARLENE M. RASILE DIRECT DIAL: 305-536-2675 EMAIL: arasile@hunton.com

FILE NO: 61602.47

May 10, 2005

Via Federal Express

Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32314

RE: Articles of Dissolution

Dear Sir or Madam:

With respect to the above referenced document, enclosed please find the original Articles of Dissolution for ACP Orion Center, LLC, a Florida limited liability company along with this firm's check in the amount of \$30.00 which sum represents the filing fee and the fee for a certified certificate. Upon filing the Articles of Dissolution for ACP Orion Center, LLC, please file the Articles of Dissolution for ACP Orion, Inc., a Florida corporation which are also enclosed for filing. As the corporation is the sole managing member of ACP Orion Center, LLC and is authorizing the dissolution of the LLC, the LLC will need to be dissolved first. A separate check is enclosed in the amount of \$43.75 which sum represents the filing fee for the Articles of Dissolution for ACP Orion, Inc. and a certified certificate.

Please forward the certified certificates in the enclosed self addressed stamped envelope. Should you need anything further in order to complete the filing or have any questions, please feel free to contact me direct at 305-536-2675; via e-mail arasile@hunton.com or via direct fax 305-810-1650.

Thank you.

Sincerely,

Arlene M. Rasile

Real Estate Paralegal

encs.

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ARTICLES OF DISSOLUTION

OF

ACP ORION CENTER, LLC

The undersigned, ACP Orion Center, LLC, a Florida limited liability company, desires to dissolve its corporate status pursuant to Section 608.445 of the Florida Statutes, and hereby states as follows:

ARTICLE I - NAME OF COMPANY

The name of the company is ACP Orion Center, LLC (hereinafter referred to as the "Company").

ARTICLE II - ARTICLES OF DISSOLUTION

The Company is being dissolved based upon the occurrence of events specified in the Operating Agreement effective May 10, 1005.

ARTICLE III - ASSETS

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

ARTICLE IV - COMPANY OBLIGATIONS

The Company does not have any outstanding indebtedness.

ARTICLE V - COMPANY JUDGMENTS

The Company does not have any suits pending against the company in any court.

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AND WHASSEE, FLORIDA

IN WITNESS WHEREOF, ACP Orion Center, LLC has caused these Articles of Dissolution to be executed on its behalf on this 10th day of May, 2005.

ACP Orion Center, LLC, a Florida limited liability company

By: ACP Orion, Inc., a Florida corporation, its solamer, ber

Allen C. de Olazarra, President

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