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COVER LETTER

2005 DEC 28 P 1:5:

SECRETARY OF STATE TALLAHASSEE, FLORIDA

TO: Registration Section Division of Corporations SUBJECT: MRA St Charles Investors, LLC (Name of Limited Liability Company) The enclosed Articles of Amendment and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following: William D. Evans (Name of Person) Madison Realty Investors, LLC (Firm/Company) 9605 Kingston Court, # 160 (Address) Englewood, CO 80112 (City/State and Zip Code) For further information concerning this matter, please call: at (303) 414-4400 William D. Evans (Area Code & Daytime Telephone Number) (Name of Person) Enclosed is a check for the following amount: **✓** \$30.00 Filing Fee & \$55.00 Filing Fee & \$60.00 Filing Fee, \$25.00 Filing Fee Certificate of Status & Certificate of Status Certified Copy (additional copy is enclosed) Certified Copy (additional copy is enclosed)

MAILING ADDRESS:

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

ARTICLES OF DISSOLUTION FOR A LIMITED LIABILITY COMPANY

FILED

2005 DEC 28 P 1:51

The name of a limited liability company is MRA St Charles Investors, LLC	SECRETARY OF STATALLAHASSEE, FLOR
2. The Articles of Organization were filed on Nove	
3. The date the dissolution was approved: Decem	ber 21, 2005
4. A description of occurrence that resulted in the lin 608.441, Florida Statutes, (copy 608.441 on back	nited liability company's dissolution pursuant to section cover letter).
The Company has sold all its assets and will be wo	ound up by December 31, 2005 and has fulfilled its purpose.
5. CHECK ONE:	
OR-	e limited liability company have been paid or discharged.
	e debts, obligations and liabilities pursuant to s. 608.4421.
All remaining property and assets have been distri- rights and interests.	buted among its members in accordance with their respective
7. CHECK ONE:	
There are no suits pending against the con-OR-	npany in any court.
	e satisfaction of any judgment, order or decree which may be
natures of the members having the same percentage of	of membership interests necessary to approve the dissolution:
Signature	Printed Name
With	William D. Evans
	Kevin M. Coffey

FILING FEE: \$25.00