

Nov. 4. 2008 10:50AM  
Division of Corporations

Americas Capital Partners

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LD3000015925

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : AMERICAS CAPITAL PARTNERS  
Account Number : 120070000108  
Phone : (305) 995-9998  
Fax Number : (305) 995-9993

LLC DISS/WITH OR REV DISS

ACP ACQUISITION FUND I LLC

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EXAMINER

11/4/2008

RECEIVED  
08 NOV - 4 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
08 NOV - 4 AM 10:42  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**COVER LETTER**

TO: Registration Section  
Division of Corporations

SUBJECT: ACP ACQUISITION FUND I, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nancy Hill

(Name of Person)

Americas Capital Partners

(Firm/Company)

444 Brickell Avenue, Suite 900

(Address)

Miami, FL 33131

(City/State and Zip Code)

For further information concerning this matter, please call:

Nancy Hill

(Name of Person)

at ( 305 ) 995.9998

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &  
Certificate of Status

☐ \$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$60.00 Filing Fee,  
Certificate of Status &  
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  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 NOV -4 AM 10:42

1. The name of a limited liability company is  
**ACP ACQUISITION FUND I, LLC**

2. The Articles of Organization were filed on **05/02/2003** and assigned document number  
**L03000015925**

3. The date the dissolution was approved: **11/03/2008**

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section  
608.441, Florida Statutes, (copy 608.441 on back cover letter).

**Written Consent of the Members to Dissolve**

**5. 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.

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

**7. CHECK ONE:**

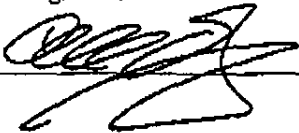
☒ There are no suits pending against the company in any court.

-OR-

☐ Adequate provision has been made for the satisfaction of any judgment, order or decree 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



Printed Name

**Allen C. de Olazarra**

WRITTEN CONSENT OF THE SOLE MEMBER  
OF  
ACP ACQUISITION FUND I, LLC

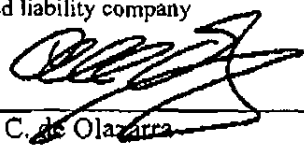
The undersigned, constituting the sole member of ACP Acquisition Fund I, LLC, a Florida limited liability company (the "Company"), does hereby consent and unanimously adopt the following resolution:

RESOLVED, that the Company be wound up, liquidated and dissolved and that the offices, members and managers of the Company are authorized and directed to take all action and sign such documents as may be necessary to effectuate such dissolution.

IN WITNESS WHEREOF, the undersigned has hereunto executed this Written Consent dated as of this 3rd day of November, 2008.

By: ACP Acquisition Fund I, LLC  
A Florida limited liability company

By:

  
Allen C. de Olazarra  
Manager