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Fax Number : (850)617-6383

From:
Account Name : GREEN SCHOENFELD & KYLE LLP
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FISCHER FLORIDA PROPERTIES II, LLC

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SECRETARY OF STATE
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ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

1. The name of a limited liability company is
Fischer Florida Properties II, LLC

2. The Articles of Organization were filed on April 7, 2004 and assigned document number
L04000026278

3. The date the dissolution was approved: June 6, 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 sole Member and Manager

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.

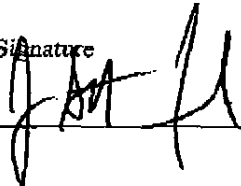
6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

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

Jeffery Scott Fischer

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FISCHER FLORIDA PROPERTIES II, LLC

**WRITTEN CONSENT OF THE
MEMBER AND MANAGER
IN LIEU OF A SPECIAL MEETING**

DATED EFFECTIVE AS OF JUNE 6, 2008

The undersigned, being the Member and Manager of Fischer Florida Properties II, LLC, a Florida limited liability company (the "Company"), hereby takes the following actions by written consent (this "Written Consent") in lieu of a special meeting, pursuant to the authority of the Florida Limited Liability Company Act and the Operating Agreement of the Company, and directs that this Written Consent be filed with the records of the Company:

RESOLVED, that in the judgment of the Member of the Company, it is deemed advisable and for the benefit of the Company and the Member that the Company be liquidated and formally dissolved effective as of June 6, 2008;

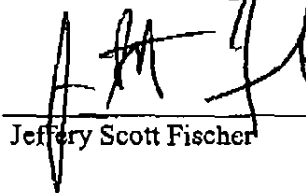
FURTHER RESOLVED, that the proposed Plan of Liquidation and Articles of Dissolution, copies of which are attached hereto, are hereby adopted; and

FURTHER RESOLVED, that the Member and Manager of the Company is hereby authorized and directed to take any and all actions as necessary or desirable to liquidate the Company in accordance with the Plan, including, but not limited to, the following actions:

1. The assignment and transfer of all remaining assets of the business of the Company to the Member; and
2. The execution and filing on behalf of the Company of Articles of Dissolution with the Florida Department of State.

The undersigned has executed this Written Consent as of the date written above.

Member and Manager:



Jeffery Scott Fischer

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