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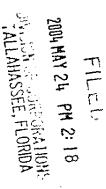
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DEAN, MEAD, MINTON & ZWEMER

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May 20, 2004

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Ubilla-Duque Real Estate Holdings, LLC

Dear Sirs:

Enclosed please find the following documents for filing with your office in the order listed:

- 1. Articles of Dissolution for A Florida Limited Liability Company;
- 2. Certificate of Conversion of Unincorporated Business into Ubilla-Duque Real Estate Holdings, LLC under Florida Statutes §608.439; and
 - 3. Articles of Organization for Ubilla-Duque Real Estate Holdings, LLC.

Also enclosed is this firm's check in the amount of \$205.00 (\$25,00 filing fee for Articles of Dissolution, \$100.00 filing fee for Articles of Organization, \$25.00 registered agent fee, \$25.00 filing fee for the Certificate of Conversion and \$30.00 certified copy fee for the Certificate of Conversion).

If anything further is required, please feel free to contact me at the above number.

Sincerely yours,

Brad Gould

Enclosures

cc: Jose D. Ubilla

ARTICLES OF DISSOLUTION **FOR** A FLORIDA LIMITED LIABILITY COMPANY

ARTICLES OF DISSOLUTION FOR A FLORIDA LIMITED LIABILITY COMPANY 1. The name of the limited liability company is Ubilla-Duque Real Estate Holdings, LLC Doc. #L04000037755		
1. The name of the limited liability compan	y is Ubilla-Duque Real Estate Holdings, LLC	
Doc. #L04000037755	To the second se	
2. The effective date of the limited liability	company's dissolution is May 19, 2004	
3. A description of the occurrence that results of the occurrence	of 608.441 on back of cover letter).	
improper filing		
 4. CHECK ONE: All debts, obligations and liabilities of the OR- 	ne limited liability company have been paid or discharged.	

Filing Fee: \$25.00