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Division of Corporations

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L05000071511

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SOLARIS COMMUNITIES LLC

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EXAMINER

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ARTICLES OF DISSOLUTION
OF
SOLARIS COMMUNITIES LLC

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Pursuant to Section 608.445 of the Florida Statutes, Solaris Communities LLC, adopts the following Articles of Dissolution for the purpose of dissolving the limited liability company:

1. The name of the limited liability company is Solaris Communities LLC.
2. Articles of Organization for Solaris Communities LLC were filed on July 20, 2005, and assigned document number L05000071511.
3. The following is a list of the names and addresses of the sole Members of Solaris Communities LLC:
 - a. Thomas Pirelli, 909 Oakhurst Lane, Riverwoods, Illinois 60015
 - b. Victor J. Cribb, Jr., 901 Northpoint Parkway, Suite 119, West Palm Beach, Florida. 33407
 - c. Richard Sheehan, 500 University Blvd., Suite 207, Jupiter, FL 33458
4. In accordance with Section 608.441(c), Florida Statutes, all of the Members of Solaris Communities LLC have consented to the dissolution. A copy of the Joint Written Consent and Resolution dated December 28, 2007 is attached hereto and incorporated herein.
5. All debts, obligations and liabilities of Solaris Communities LLC have been paid or discharged or adequate provision has been made for the debts, obligations and liabilities pursuant to Section 608.4421, Florida Statutes.
6. All remaining property and assets of Solaris Communities LLC have been distributed amongst its Members in accordance with their respective rights and interests.
7. There are no suits pending against Solaris Communities LLC in any court.

Thomas Pirelli
Thomas Pirelli, Managing Member

Victor J. Cribb, Jr.
Victor J. Cribb, Jr., Member

Richard Sheehan
Richard Sheehan, Member

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**JOINT WRITTEN CONSENT AND RESOLUTION OF THE MEMBERS OF
SOLARIS COMMUNITIES LLC PURSUANT
TO FLORIDA STATUTES, SECTION 608.441(c)**

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The undersigned, being all of the Members of **SOLARIS COMMUNITIES LLC** ("LLC"), hereby take the following actions by written consent in lieu of a Special Meeting:

RESOLVED, that in accordance with Section 608.441(c) of the Florida Statutes, the LLC shall dissolve and liquidate and terminate its existence effective as of December 31, 2007; and it is further

RESOLVED, that the LLC shall make reasonable provisions to pay all outstanding claims and obligations of the LLC, to the extent any exist. The main business activity of the LLC was to develop real property; however, the LLC has not actively engaged in any business since its inception; and it is further

RESOLVED that the LLC shall distribute all remaining assets, if any, of the LLC to the following Members in the following percentages:

Thomas Pirelli:	80%
Victor J. Cribb, Jr.	10%
Richard Sheehan	10%

Upon such distributions to the Members, all outstanding Member Certificates in the LLC held by the Members shall be canceled; and it is further

RESOLVED that the LLC shall file Articles of Dissolution with the Secretary of State of Florida and otherwise file all forms and documents required by the State of Florida and the Federal Government of the United States including all requisite tax returns as soon as is reasonably possible after the distribution of LLC assets hereunder; and it is further

RESOLVED that all actions taken on behalf of the LLC by the Members in connection with this Resolution and the dissolution and liquidation of the LLC are hereby ratified and affirmed, and the Members of the LLC are authorized and empowered to

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take all actions necessary in furtherance thereof; and it is further

RESOLVED, Thomas Pirelli, as Managing Member, is hereby authorized to take such further action and execute any necessary documents to achieve the purposes of this Resolution.

By: Thomas Pirelli
Thomas Pirelli
Managing Member
Dated: DEC 18, 2007

By: Victor J. Cobb
Victor J. Cobb
Member
Dated: DECEMBER 17, 2007

By: Richard Sheehan
Richard Sheehan
Member
Dated: DECEMBER 14, 2007
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