

Division of Corporations

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Florida Department of State
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**LLC DISS/WITH OR REV DISS
SOLARIS COMMUNITIES OF ST. LUCIE, LLC**

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C. LEWIS
DEC 8 2009
EXAMINER

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ARTICLES OF DISSOLUTION
OF
SOLARIS COMMUNITIES OF ST. LUCIE, LLC

Pursuant to Section 608.445 of the Florida Statutes, Solaris Communities of St. Lucie, 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 OF ST. LUCIE, LLC.

2. Articles of Organization for SOLARIS COMMUNITIES OF ST. LUCIE, LLC were filed on September 14, 2005, and assigned document number L05000090499.

3. The following is the name and address of the sole Member of SOLARIS COMMUNITIES OF ST. LUCIE, LLC:

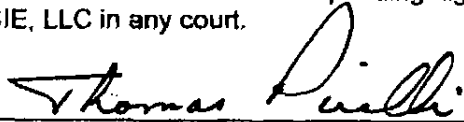
Thomas Pirelli, 9086 166th Way North, Jupiter, FL 33478

4. In accordance with Section 608.441(c), Florida Statutes, all of the Members have consented to the dissolution. A copy of the Written Consent and Resolution dated December 1, 2009 is attached hereto and incorporated herein.

5. All debts, obligations and liabilities of SOLARIS COMMUNITIES OF ST. LUCIE, 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 OF ST. LUCIE, LLC have been distributed to its sole Member.

7. There are no suits pending against SOLARIS COMMUNITIES OF ST. LUCIE, LLC in any court.



Thomas Pirelli, Managing Member

Dated: December 1, 2009

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**WRITTEN CONSENT AND RESOLUTION OF THE MEMBERS AND
MANAGING MEMBER OF
SOLARIS COMMUNITIES OF ST. LUCIE, LLC PURSUANT
TO FLORIDA STATUTES, SECTION 608.441(c)**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the sole Member and the Managing Member of SOLARIS COMMUNITIES OF ST. LUCIE, LLC ("LLC"), hereby takes the following actions by written consent in lieu of a Special Meeting, effective as of December 1, 2009:

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, 2009; 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 and sell real property; however, the LLC has not actively engaged in any business within the last year and no longer owns any real property; and it is further

RESOLVED that the LLC shall distribute all remaining assets, if any, of the LLC to its sole Member, Thomas Pirelli.

Upon such distributions to its sole Member, all outstanding Membership Certificates in the LLC held by such Member 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 its sole Member in connection with this Written Consent and Resolution and the dissolution and liquidation of the LLC are hereby ratified and affirmed, and the sole Member of the LLC is

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authorized and empowered to 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.

Dated December 1, 2009

By: Thomas Pirelli
Thomas Pirelli, Sole Member and
Managing Member

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