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ARTICLES OF DISSOLUTION

OF

YMCA VILLAGE ALLAPATTAH DEVELOPMENT, LLC

Pursuant to Section 608.441 of the Florida Limited Liability Company Act, YMCA Village Allapattah Development, LLC, a Florida limited liability company (the "Company") submits the following articles of dissolution:

ARTICLE I

The name of the Limited Liability Company is YMCA Village Allapattah Development, LLC. The Limited Liability Company's Articles of Organization were filed on January 4, 2006 with the Florida Department of State under Document No. L06000000944.

ARTICLE II

The dissolution of the Company shall be effective upon the date of the filing of these Articles of Dissolution.

ARTICLE III

All debts, obligations and liabilities of the Limited Liability Company have been discharged or paid.

ARTICLE IV

All remaining property and assets of the Limited liability company have been distributed to the Company's sole member.

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ARTICLE V

There are no actions pending against the Company in any Court, or adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in any pending action.

ARTICLE VI

The dissolution of the Limited liability company was approved and authorized by the sole member of the Company on March 30, 2006.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this 30th day of March, 2006.

SOLE MEMBER:

Carlisle Development Group, LLC, a Florida
limited liability company

By


Lloyd J. Boggio, Manager

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