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MICHAEL J. MCDERMOTT, P.A.

Attorneys At Law

791 WEST LUMSDEN ROAD • BRANDON, FLORIDA 33511

MICHAEL J. McDermott RICKY L. THACKER Telephone (813) 684-3131 Facsimile (813) 654-0052

March 23, 2006

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

Re:

Filing Articles of Dissolution

for ALLEN REAL ESTATE HOLDINGS, L.L.C.

Our File No.: 06-0029

To Whom It May Concern:

Enclosed please find the following documents to file of record to dissolve the referenced limited liability company.

- 1. Articles of Dissolution
- 2. A second copy of the Articles of Dissolution to stamp and return
- 3. A check in the amount of \$25.00 to cover the fee for filing said Articles of Dissolution.:

I have included a self addressed stamped envelope so that you can return a stamped copy of the Articles of Dissolution once they have been filed.

Should you have any additional information, please do not hesitate to call.

Sincerely,

Michael J. McDermott

Michael J. McDermott, Esquire

Dictated by Michael J. McDermott and mailed without his review to avoid further delay.

MJM\jwj Enclosures j\data\2006\06-0029\Secretary of State-Ltr-2

ARTICLES OF DISSOLUTION

Pursuant to section 608.445, Florida Statutes, the undersigned Limited Liability Company submits the following articles of dissolution:

FIRST:		The name of the Limited Liability Company is: ALLEN REAL
		ESTATE HOLDINGS, L.L.C.
SECOND:	-	The date dissolution was authorized: 3/16/2006
THIRD:		Adoption of Dissolution (check one)
		Dissolution was approved by the members. The vote for dissolution was unanimous.
		Dissolution was approved by vote of the members through voting groups.
	The n	through voting groups. umber of votes cast for dissolution was unanimous.
FOURTH:		All debts, obligations, and liabilities of the limited liability company have been paid or discharged, or an adequate provision has been made therefor pursuant to Fla. Stat. 608- 4421.
<u>FIFTH</u> :		All remaining property and assets have been distributed among the members of the limited liability company in accordance with their respective rights and interests.
SIXTH:	=.	There are no lawsuits pending against the limited liability 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.
Signed	d this _	23 day of Mac, 2006.

ALLEN REAL ESTATE HOLDINGS, L.L.C.

By:

DAN ALLEN Managing Member