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ALLIANT FUND 44 GP, LLC

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**ARTICLES OF DISSOLUTION
FOR
ALLIANT FUND 44 GP, LLC**

Fax Audit No.

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Pursuant to the provisions of Section 608.445, Florida Statutes, this Florida limited liability company, whose articles of organization were filed with the Florida Department of State on August 25, 2006, hereby submits these articles of dissolution.

FIRST: Reason for dissolution: THE LIMITED LIABILITY COMPANY WAS DISSOLVED PURSUANT TO A LIMITED LIABILITY COMPANY TERMINATION AGREEMENT EXECUTED BY THE SOLE MEMBER OF THE LIMITED LIABILITY COMPANY EFFECTIVE AS OF THE 20TH DAY OF AUGUST, 2007.

SECOND: These articles of dissolution shall be effective at the time of its filing with the Florida Department of State.

THIRD: All debts, obligations, and liabilities of the limited liability company have been paid or discharged.

FOURTH: All the remaining property and assets have been distributed to the sole member in accordance with its respective rights and interests.

FIFTH: There are no suits pending against the limited liability company in any court.

SIXTH: The signature of the sole member follows.

Executed as of the 20th day of August, 2007.

"Sole Member"

ALLIANT CAPITAL, LTD., a Florida limited liability partnership, as the sole member of ALLIANT FUND 44 GP, LLC

By: ALLIANT, INC.,
a Florida corporation, as General Partner of ALLIANT CAPITAL, LTD.

By: 
Shawn Horwitz, as its President

Prepared by:
Curtis D. Hamlin, Esq. (Bar No. 0237922)
Porges, Hamlin, Knowles, Prouty,
Thompson & Najmy, P.A.
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