L060000095008

||||||||||| (barcode)

600119768046

03/10/08--01015--006   **25.00

N. Culligan   MAR 11 2008

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Manhatten Pass, LLC
_____
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

April Else
_____
(Name of Person)

The 1031 Exchange Experts, LLC
_____
(Firm/Company)

8101 E Prentice Ave #400
_____
(Address)

Greenwood Village, CO 80111
_____
(City/State and Zip Code)

For further information concerning this matter, please call:

April Else   at (303) 694-0204
_____
(Name of Person)   (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☑ $25.00 Filing Fee   ☐ $30.00 Filing Fee &   ☐ $55.00 Filing Fee &   ☐ $60.00 Filing Fee,
                          Certificate of Status   Certified Copy   Certificate of Status &
                                                        (additional copy is enclosed)   Certified Copy
                                                                                    (additional copy is enclosed)

MAILING ADDRESS: **STREET/COURIER ADDRESS:**
Registration Section   Registration Section
Division of Corporations   Division of Corporations
P.O. Box 6327   Clifton Building
Tallahassee, FL 32314   2661 Executive Center Circle
                              Tallahassee, FL 32301

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

FILED

08 MAR 10 PM 3: 20

SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of a limited liability company is

Manhatten Pass, LLC

2. The Articles of Organization were filed on September 28, 2006 and assigned document number

L06000095008 .

3. The date the dissolution was approved: February 27, 2008 .

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy 608.441 on back cover letter).

Conclusion of business transaction.

5. CHECK ONE:

☑ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

7. CHECK ONE:

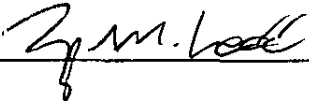☑ There are no suits pending against the company in any court.
-OR-
☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature	Printed Name
signature	Roscommon Investments, LLC
	sole member of Manhatten Pass, LLC
	By: Phillip M. Ladd, Assistant Managr

FILING FEE: $25.00