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S. HAWKES

APR - 9 2009

EXAMINER



PROFESSIONAL LIMITED LIABILITY COMPANY LAWYERS

POST OFFICE BOX 31507 RALEIGH, NC 27622-1507

LORE GOTTBERG

CROSSPOINTE PLAZA 2840 PLAZA PLACE, SUITE 400 RALEIGH, NORTH CAROLINA 27612 TELEPHONE: (919) 787-5200 FACSIMILE: (919) 783-8991

DIRECT DIAL (919) 881-2231 E-MAIL: lgottberg@rl-law.com

April 7, 2009

Overnight Mail

Florida Secretary of State Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re:

FD Partners, LLC

Dear Sir or Madam:

Enclosed please find the Articles of Dissolution for FD Partners, LLC along with check number 229356 in the amount of \$25.00 representing the filing fee for this document. Please file this upon receipt.

Should you have any questions concerning this document, please do not hesitate to contact me.

Sincerely,

RAGSDALE LIGGETT PLLC

Lore Gottberg, NCOP

Paralegal

lwg encl.

COVER LETTER

Division of Corporations
SUBJECT: FD Partners, LLC
(Name of Limited Liability Company)
The enclosed Articles of Dissolution and fee(s) are submitted for filing.
Please return all correspondence concerning this matter to the following:
Lore Gottberg
(Name of Person)
Ragsdale Liggett, PLLC
(Firm/Company)
2840 Plaza Place, Suite 400
(Address)
Raleigh, NC 27612
(City/State and Zip Code)
For further information concerning this matter, please call:
Lore Gottberg at (919) 881-2231
(Name of Person) (Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:
\$25.00 Filing Fee & \$55.00 Filing Fee & \$60.00 Filing Fee,
Certificate of Status Certified Copy Certified Copy Certified Copy Certified Copy Certified Copy 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 OF FD PARTNERS, LLC

Pursuant to Section 608.441, Florida Statutes, the undersigned limited liability company hereby submits the following Articles of Dissolution for the purpose of dissolving the limited liability company in the State of Florida.

- 1. The name of the limited liability company is FD Partners, LLC.
- 2. The date of filing of its Articles of Organization was November 28, 2007 and assigned document number **L0700118659**.
- 3. Pursuant to its Operating Agreement, the reason for filing the Articles of Dissolution is that all members of the company consented to the conversion of FD Partners, LLC to become a Delaware limited liability company as of the effective date of the dissolution and a copy of the Certificate of Conversion is attached hereto as Exhibit A...
- 4. The effective date of the dissolution, as determined in accordance with Section 608.441, Florida Statutes, is February 23, 2009.
- 5. Adequate provision has been made for the debts, obligations and liabilities has been made since the entity continues in existence as a Delaware limited liability company.
 - 6. There are no suits pending against the company in any court.

This the 23rd day of February, 2009.

FD PARTNERS, LLC, a Delaware limited liability company

Claiborne Williams, Manager