

L10000080919

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

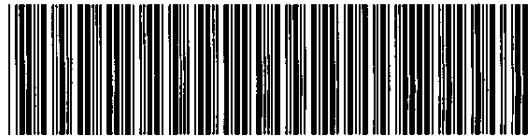
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200187452482

11/15/10--01001--002 **30.00

FILED
2010 NOV 10 PM 13:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS

NOV 12 2010

EXAMINER

James D. Palermo
General Counsel and Executive Vice President



November 11, 2010

VIA FEDERAL EXPRESS

Ms. Carolyn Lewis
Florida Department of State
Division of Corporations
Registration Section
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Arbor Walk Apartments, LLC

Dear Ms. Lewis:

Initially, I would like to thank you for the guidance you gave me yesterday. I really appreciate it.

As I advised in our phone conversation, Arbor Walk Apartments, LLC (f/k/a Oxford Walk Apartments, LLC) was organized in Florida on August 2, 2010. The Company has not conducted any business since it was organized.

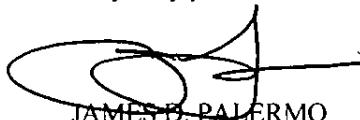
We are in the process of entering into a contract to purchase a structure located in Tampa. One of the requirements imposed upon us by our lender is that the borrower must be a Delaware LLC even though the property we are purchasing is located in Florida. In order to comply with the lender's requirement and, also, retain the name "Arbor Walk Apartments, LLC", we decided that the best course of action would be: (i) to form Arbor Walk Apartments, LLC as a Delaware limited liability company; (ii) to dissolve the Florida entity after the Delaware entity was formed; and (iii) simultaneously with the dissolution of the Florida entity, qualify the Delaware entity to transact business in the State of Florida as Arbor Walk Apartments, LLC.

Accordingly, Arbor Walk Apartments, LLC was formed in Delaware on November 9, 2010 and I am enclosing herein (i) Articles of Dissolution for Florida, LLC and (ii) an Application by the Delaware LLC to transact business in the State of Florida as Arbor Walk Apartments, LLC.

I am also enclosing herein a check, in the amount of \$30.00, in payment for the Articles of Dissolution filing fee and a Certificate of Status and a check, in the amount of \$160.00, in payment for the Application for Authorization to Transact Business in Florida filing fee, a Certificate of Status and a Certified Copy.

Thanks again for your assistance. If everything is in order, please return the requested documents in the enclosed Federal Express envelope.

Very truly yours,



JAMES D. PALERMO

/ms

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Arbor Walk Apartments, 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:

James D. Palermo

(Name of Person)

DeBartolo Holdings, LLC

(Firm/Company)

15436 North Florida Avenue, Suite 200

(Address)

Tampa, FL 33613

(City/State and Zip Code)

For further information concerning this matter, please call:

James D. Palermo

(Name of Person)

at (813) 264-8803

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐

\$25.00 Filing Fee

☒

30.00 Filing Fee &
Certificate of Status

☐

\$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐

\$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

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

**ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY**

FILED

2010 NOV 10 PM 3:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is
Arbor Walk Apartments, LLC

2. The Articles of Organization were filed on August 2, 2010 and assigned document number
L10000080919

3. The date the dissolution was approved: November 10, 2010

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).

The company has not transacted any business and is being dissolved pursuant to the
written consent of its sole Member, DeBartolo Opportunity Fund I, LP

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

David S. Mallitz

Printed Name

DeBartolo Opportunity Fund I, LP

By: DeBartolo Opportunity Fund I, GP, LLC

Its: General Partner

By: David S. Mallitz