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LLC DISSOLUTION OR WITHDRAWAL  
GRAND PANAMA MANAGEMENT COMPANY, L.L.C.

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**ARTICLES OF DISSOLUTION  
OF  
GRAND PANAMA MANAGEMENT COMPANY, L.L.C.**

Grand Panama Management Company, L.L.C., a Florida limited liability company, hereby adopts the following Articles of Dissolution:

**ARTICLE I**

The name of the limited liability company is Grand Panama Management Company, L.L.C.

**ARTICLE II**

The effective date of the Articles of Dissolution shall be the date said Articles are filed with the Department of State.

**ARTICLE III**

The reason for filing the Articles of Dissolution is that pursuant to Fla. Stat. Ann. § 608.441, all of the members of the limited liability company have executed a written consent to dissolve.

**ARTICLE IV**

Pursuant to Fla. Stat. Ann. § 608.4421, all debts, obligations, and liabilities of the limited liability company have been paid or discharged, or adequate provision has been made.

**ARTICLE V**

All remaining property and assets of the limited liability company have been distributed among its members in accordance with their respective rights and interests.

**ARTICLE VI**

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

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## SIGNATURE PAGE TO ARTICLES OF DISSOLUTION

IN WITNESS WHEREOF, the undersigned have hereunto executed the foregoing Articles of Dissolution on this the 31<sup>st</sup> day of May, 2011.

EDGEWATER BEACH RESORT  
MANAGEMENT, INC., a Florida corporation

By: Name: WESLEY C. BURNHAM, JR.Its: MANAGER

EMERALD VIEW ASSOCIATION  
MANAGEMENT, LLC, a Florida limited  
liability company

By: Name: LOUIS W. GRELLARDIts: MANAGER

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