

ARTICLES OF DISSOLUTION

Pursuant to section 608.445, Florida Statutes, this Florida limited liability company submits the following Articles of Dissolution:

- FIRST: The name of the limited liability company as currently filed with the Florida Department of State:
MIAMI PALMS ALF OPERATING LLC
- SECOND: The document number of the limited liability company: L11000105678
- THIRD: The file date of the articles of organization: September 15, 2011
- FOURTH: The date the dissolution was approved: September 1, 2012
- FIFTH: A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes:
THE COMPANY WAS SET UP TO ACQUIRE A REAL ESTATE ASSET AND THE ACQUISITION DID NOT CLOSE.
- SIXTH: All debts, obligations and liabilities of the limited liability company have been paid or discharged.
- SEVENTH: All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
- EIGHTH: There are no suits pending against the company in any court.

I/we submit this document and affirm that the facts stated herein are true. I/we am/are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.

Signature: STEVEN F SCHROEDER

Electronic Signature of Member having the same percentage of membership interest necessary to approve the dissolution