

L980000001437

Florida Department of State
Division of Corporations
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**FORTY-FIRST HOLDINGS, L.L.C.
ARTICLES OF DISSOLUTION**

The undersigned Members hereby submit these Articles of Dissolution (these "Articles") to the Florida Department of State, Division of Corporations, for the purpose of dissolving Forty-First Holdings, L.L.C., a Florida limited liability company (the "Company").

**Article I
IDENTITY OF COMPANY**

The Company was organized by the filing of its Articles of Organization with the Florida Department of State, Division of Corporations, under document number L98000001437, on August 13, 1998.

**Article II
EFFECTIVE DATE OF DISSOLUTION**

The effective date of the Company's dissolution shall be April 28, 2006.

**Article III
EVENT OF DISSOLUTION**

As evidenced by their execution of these Articles, the Members of the Company have unanimously agreed to dissolve the Company, and to wind up the Company's business and affairs, pursuant to Article 15 of the Operating Agreement and Section 608.441(1)(c), FLA. STAT. (2006).

**Article IV
DEBTS, OBLIGATIONS & LIABILITIES OF COMPANY**

The Company has paid all of its known debts, obligations and liabilities, or such debts, obligations, liabilities and claims against the Company have been otherwise discharged, or the Company has made adequate provision for the satisfaction of any remaining such debts, obligations, liabilities and claims against the Company pursuant to Section 608.4421, FLA. STAT. (2006).

*Articles of Dissolution
Forty-First Holdings, L.L.C.*

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**Article V
DISTRIBUTION OF PROPERTY & OTHER ASSETS**

The Company has distributed all of its remaining property and assets to the Members in accordance with their respective rights and interests pursuant to Section 608.444, FLA. STAT. (2006).

**Article VI
SUITS PENDING AGAINST COMPANY**

To the best of the Members' knowledge and belief, there are no suits pending against the Company in any court.

**Article VII
WINDING UP OF COMPANY'S BUSINESS & AFFAIRS**

Notwithstanding the dissolution of the Company evidenced by the filing of these Articles, the existence of the Company shall continue until such time as the Company completes the winding up of its business and affairs pursuant to Article 15 of the Operating Agreement and Section 608.4431, FLA. STAT. (2006).

IN WITNESS WHEREOF, the undersigned Members, constituting all of the Members of the Company, have executed these Articles and filed them with the Florida Department of State, Division of Corporations, pursuant to Sections 608.408 and 608.445, FLA. STAT. (2006).

MEMBER

Jose R. Deschetti

MEMBER

Mauricio Cayon

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Forty-First Holdings, L.L.C.

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