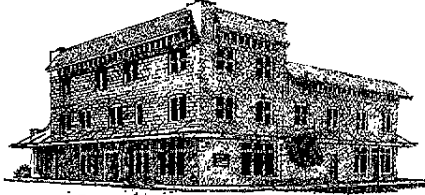


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HARRISON, HENDRICKSON & KIRKLAND, P.A.
ATTORNEYS AT LAW
1200 Manatee Avenue West
Bradenton, Florida 34206-7504
(941) 746-1167

LARRY R. CHULOCK
GEORGE H. HARRISON
G. JOSEPH HARRISON
THOMAS W. HARRISON
ROBERT W. HENDRICKSON, III
W. NELSON KIRKLAND



Please Reply To:
Post Office Box 400
Bradenton, Florida 34206-0400

Fax: (941) 746-9229

Direct Fax #: (941) 747-0583

November 6, 2001

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Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: South Beach Village, L.L.C.

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Dissolution for the above-referenced limited liability company. Also enclosed is my firm's check in the amount of \$55.00 to cover the cost of filing the Articles of Dissolution and returning a certified copy. If the enclosed meets with your approval, it will be greatly appreciated if you would file the Articles of Dissolution and return a certified copy to the undersigned.

Should you have any questions regarding the enclosed, please do not hesitate to contact me at your earliest convenience.

Very truly yours,

HARRISON, HENDRICKSON & KIRKLAND, P.A.


Robert W. Hendrickson, III

RWH:kes
Enclosures
cc: South Beach Village, L.L.C.

FILED
01 NOV -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FL 32314

L99-6120
af

ARTICLES OF DISSOLUTION
FOR
SOUTH BEACH VILLAGE, L.L.C.

Pursuant to Section 608.445, Florida Statutes (2001), the undersigned, constituting all of the Members of South Beach Village, L.L.C., a Florida limited liability company, hereby set forth and state that:

1. The name of the limited liability company is South Beach Village, L.L.C., a Florida limited liability company (the "Company").
2. The Company has sold all of its assets and has collected and distributed the proceeds thereof. This is an event which requires dissolution of the Company pursuant to Paragraph 9.1 of the Operating Agreement for the Company.
3. All debts, obligations, and liabilities of the Company have been paid or discharged.
4. All remaining property and assets of the Company have been distributed among its Members in accordance with their respective rights and interests.
5. There are no suits pending against the Company in any court.
6. The dissolution of the Company shall be effective upon filing these Articles of Dissolution with the Florida Department of State.

WHEREFORE, the undersigned Members of the Company have executed these Articles of Dissolution for the purpose of dissolving the Company as set forth herein.

MAPES & MAPES, INC.

By: 

Reed W. Mapes, Vice President
Executed this 1 day of
NOV, 2001

ALKIN (FLORIDA) CORPORATION

By: 

Robert G. Siskins, Vice President
Executed this 31st day of
OCTOBER, 2001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV - 8 PM 5:00

FILED

D.B.S., LTD., LLLP

BY: SUNNYLEA CORPORATION - General Partner

By: 

Thomas G. Whealy, President
of Sunnylea Corporation
Executed this 31st day of
October, 2001