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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cave Holdings
Bay Villas, LLC
P. O. Box 1406
Key West, FL 33041

(305) 294-3416

February 17, 2003

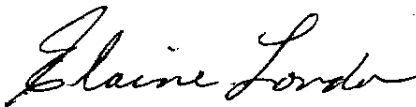
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

With regards to Bay Villas, LLC, enclosed you will find the following:

Completed Application by Foreign Limited Liability Company for
Withdrawal of Authority to Transact Business In Florida

Check # 1717 in the amount of \$25.00 for the filing fee for above
Stated Application.

Please issue an acknowledgment letter for this transaction.



Elaine London
Bookkeeper

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS IN
FLORIDA**

BAY VILLAS, LLC

(Name of limited liability company)

NEW JERSEY

(Jurisdiction of its organization)

This limited liability company is no longer transacting business in Florida and surrenders its authority to transact business in this state.

This limited liability company revokes the authority of its registered agent to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business in Florida.

60 FOSTERTOWN ROAD

(Mailing address)

MEDFORD, NJ 08055

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The limited liability company agrees to notify the Department of State in the future of any change in its mailing address.


(Signature of member or authorized representative of a member)

RICHARD S. ISRAEL, ESQUIRE

(Typed or printed name of signee)

Filing Fee: \$25.00