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SECRETARY OF STATE DIVISION OF CORPORATIONS



BASS, BERRY & SIMS PLC

A PROFESSIONAL LIMITED LIABILITY COMPANY ATTORNEYS AT LAW

> Reply To: THE TOWER AT PEABODY PLACE 100 PEABODY PLACE, SUITE 900 MEMPHIS, TN 38103-3672 (901) 543-5900

> > www.bassberry.com

(615) 742-6200 MUSIC ROW OFFICE: 29 MUSIC SQUARE EAST NASHVILLE, TN 37203-4322

DOWNTOWN OFFICE:

AMSOUTH CENTER

315 DEADERICK STREET, SUITE 2700

NASHVILLE, TN 37238-3001

(615) 255-6161

February 19, 2004

Florida Department of State Amendment Section Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

KNOXVILLE OFFICE

900 SOUTH GAY STREET, SUITE 1700

KNOXVILLE, TN 37902

(865) 521-6200

MEMPHIS OFFICE

THE TOWER AT PEABODY PLACE

100 PEABODY PLACE, SUITE 900 MEMPHIS, TN 38103-3672

(901) 543-5900

Withdrawal of Mid-Ameirca Holdings, LLC Re: Florida Document No. M97000000782

Dear Madam or Sir:

Enclosed please find the following:

- 1. An original of the Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida (the "Application");
- 2. A copy of item 1 above; and
- 3. Our firm's check in the amount of \$25.00.

I would appreciate it if you could please mark as "filed" the copy of the Withdrawal that I have enclosed and return it to me in the self-addressed, stamped envelope I have provided for your convenience.

If you have any questions or problems regarding the enclosed filing, please contact me at (901) 543-5952 or via e-mail at dcampbell@bassberry.com. Your assistance with this filing is greatly appreciated.

Sincerely,

Donna Campbell, Paralegal

Enclosures

Ms. Leslie Wolfgang w/o enc. cc: Catherine M. Wilson, Esq. w/o enc.

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

(Name of limited liability company)

Georgia	(Jurisdiction of its organization)	
	(Jurisdiction of its organization)	
This limit authority to	ed liability company is no longer transacting business in Florida and so transact business in this state.	arrenders its
This limite behalf and of action a	ed liability company revokes the authority of its registered agent to accept so appoints the Department of State as its agent for service of process base rising during the time it was authorized to transact business in Florida.	ervice on its d on a cause
	6584 Poplar Avenue, Suite 300 (Mailing address)	
	Memphis, TN 38138 (City/State/Zip)	 -
The limite in its mail	d liability company agrees to notify the Department of State in the future oing address.	f any change
(Signature By: Mid By: Mid	of member or authorized representative of a member) -America Apartments, L.P., Manager -America Apartment Communities, Inc., General Partner gang, Secretary	04 FEB 23 AM
	printed name of signee)	9: 06

Filing Fee: \$25.00

Mid-America Holdings, LLC