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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Town Center South Homeowners Association, Inc.

DOCUMENT NUMBER: H05000127832

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Spencer N. Cummings, Esq.

(Name of Contact Person)

Pappas Metcalf Jenks & Miller, P.A.

(Firm/Company)

245 Riverside Ave., Ste. 400

(Address)

Jacksonville, FL 32202

(City/State and Zip Code)

For further information concerning this matter, please call:

Glenna Thompson, Paralegal at (904) 353-1980

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed) |
|--|---|---|---|

MAILING ADDRESS:

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

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF DISSOLUTION
OF
TOWN CENTER SOUTH HOMEOWNERS ASSOCIATION, INC.
(A Corporation Not-For-Profit)**

Pursuant to Section 617.1403, Florida Statutes, Town Center South Homeowners Association, Inc., a Florida corporation not for profit (the "Corporation"), submits the following articles of dissolution:

- Article 1.** The name of the Corporation is: **Town Center South Homeowners Association, Inc.**
- Article 2.** All of the Members of the Corporation executed an unanimous written consent authorizing the dissolution of the Corporation executed in accordance with Section 617.0701, Florida Statutes.
- Article 3.** The Corporation is hereby dissolved.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its President on January 29, 2008.

**TOWN CENTER SOUTH HOMEOWNERS
ASSOCIATION, INC.,** a Florida corporation not
for profit

By: _____

Gregory J. Barbour
President

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TALLAHASSEE, FLORIDA

**UNANIMOUS WRITTEN CONSENT OF THE SOLE MEMBER OF
TOWN CENTER SOUTH HOMEOWNERS ASSOCIATION, INC.
AUTHORIZING DISSOLUTION OF CORPORATION**

The undersigned, SONOC Company, LLC ("SONOC"), being the "Developer" under the Articles Incorporation of the Town Center South Homeowners Association, Inc., a Florida corporation not for profit (the "Association") and the sole Member of the Association, and pursuant to the provisions of the Florida Not for Profit Corporation Act, as amended, and the Articles of Incorporation of the Association, does hereby waive any and all requirements for the calling, giving notice of, and the holding of a special meeting of the Members of the Association, and does hereby consent to and affirm the following:

WHEREAS, the Association was formed by Articles of Incorporation filed with the Florida Secretary of State on May 20, 2005;

WHEREAS, subsequently, SONOC sold the property intended to be subject to the Association (the "Property") to Centex Homes, a Nevada general partnership ("Centex"), and the officers and directors of the Association resigned by that certain Resignation of Officers and Directors dated April 6, 2006, with the intent that Centex would ultimately record the Declaration of Covenants and Restrictions for Town Center South and assume control of the Association;

WHEREAS, Centex subsequently conveyed a portion of the Property to Centex / Lennar NFL Town Center South, LLC ("Centex/Lennar");

WHEREAS, Centex and Centex/Lennar have formed various other homeowners associations to administer the Property and there is no longer a need to continue the existence of the Association;

WHEREAS, SONOC wishes to approve the dissolution of the Association and to re-appoint such officers and directors who previously resigned from the Association for the sole purpose of their execution of such consents and joinders below and execution of such documents as are necessary for the dissolution of the Association;

NOW, THEREFORE, it is hereby

RESOLVED, that SONOC hereby appoints the following Directors and Officers of the Association:

Gregory J. Barbour	President / Director
Richard J. O'Steen	Vice President / Treasurer / Director
Richard T. Ray	Secretary / Director

FURTHER RESOLVED, that SONOC hereby approves the dissolution of the Association.

IN WITNESS WHEREOF, this Consent has been signed as of the day set forth below.

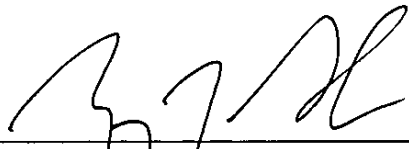
SONOC COMPANY, LLC,
a Delaware limited liability company

By: Harry D. Francis
Harry D. Francis, Vice President

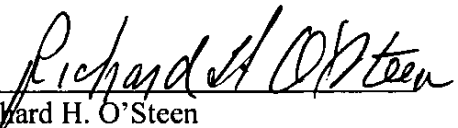
Date: 1/29/08

**CONSENT AND JOINDER OF
DIRECTORS OF ASSOCIATION**


The undersigned Directors of the Association hereby consent and join in the foregoing Consent and hereby approve the dissolution of the Association and direct the President of the Association to execute and file Articles of Dissolution of the Association with the Florida Secretary of State.



Gregory J. Barbour
Date: 1-28-08



Richard H. O'Steen
Date: 1/29/08



Richard T. Ray
Date: 1/29/08