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DISSOLUTION OR WITHDRAWAL

ALLIANT TAX CREDIT IID, INC.

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ALECRETOR OF THE OBJECT OF

ARTICLES OF DISSOLUTION

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ALLIANT TAX CREDIT IID. INC.

Pursuant to 607.1403, Florida Statutes, this Florida corporation submits the following articles of dissolution:

ARTICLE I. NAME

The name of the corporation is ALLIANT TAX CREDIT IID, INC.

ARTICLE II. DATE AUTHORIZED

The dissolution was authorized by the sole shareholder on December 21, 2006.

ARTICLE III. ADOPTION OF DISSOLUTION

The dissolution was approved by unanimous consent of the sole shareholder. The number of votes cast for dissolution was sufficient for approval.

Signed this 21st day of December, 2006

Alliant Tax Credit IID, Inc., a Florida corporation

Shawn Horwitz, as its President

Curtis D. Hamlin, Esq. (Bar No.0237822) Porges, Hamlin, Knowles, Prouty. Thompson & Nalmy, P.A. 1205 Manatee Avenue West Bradenton, FL 34205 (941)748-3770

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