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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

LINDA A. SCARCELLI

Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

**DISSOLUTION OR WITHDRAWAL
CNL EDUCATIONAL SERVICES, INC.**

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ARTICLES OF DISSOLUTION
OF
CNL EDUCATIONAL SERVICES, INC.
A FLORIDA CORPORATION

ARTICLE I - NAME

The name of the Corporation is CNL EDUCATIONAL SERVICES, INC., a Florida corporation (the "Corporation").

ARTICLE II - DISSOLUTION

1. The original Articles of Incorporation for the Corporation were filed on August 28, 2003, and assigned Charter No. P03000094721.

2. The dissolution of the Corporation was duly authorized, consented to, and unanimously approved by a written consent of the Shareholder and the Director of the Corporation dated as of December 29, 2014. The number of votes cast for dissolution was sufficient for approval.

ARTICLE III - LIABILITIES

All of the Corporation's liabilities have been paid or provided for.

Dated December 29, 2014

CNL EDUCATIONAL SERVICES, INC.

By: Linda A. Scarcelli
Name: Linda A. Scarcelli
Title: Secretary

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