Electronic Filing Cover Sheet

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To:

Division of Corporations

Fax Number

: (850)205-0380

From:

Account Name

: CORPORATION SERVICE COMPANY

Account Number : I2000000195 Phone

: (850)521-1000

Fax Number

: (850)558-1575

DISSOLUTION OR WITHDRAWAL

FT EQUITY CORP. II

Certificate of Status 0 Certified Copy 0 03 Page Count stimated Charge \$35.00

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Corporate Filing Menu

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ARTICLES OF DISSOLUTION

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

FIRST:	The name of the corporation as currently filed with the Florida Department of State: FT EQUITY CORP. II
SECOND:	The document number of the corporation (if known): P04000049365
THIRD:	The date dissolution was authorized: OCTOBER 31, 2006
	Effective date of dissolution if applicable: (so more than 90 days after dissolution file date)
FOURTH:	Adoption of Dissolution (CHECK ONE)
	Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
	Dissolution was approved by the shareholders through voting groups.
	The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:
	The number of votes cast for dissolution was sufficient for approval by
	(voting group)
	Signature: (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, president or other court appointed fiduciary, by that fiduciary)
	WILLIAM BATT (Typed or printed name of person signing) ORA #: 22
	SENIOR VICE PRESIDENT AND CHIEF FINANCIAL OFFICER

Filing Fee: \$35

(Title of person signing)

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: FT EQUITY CORP. II

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.

Description of information that must be included in a ciaim:

AMOUNT OF CLAIM

DATE CLAIM WAS ACQUIRED

BRIEF EXPLANATION OF CLAIM

DOCUMENATION SUPPORTING CLAIM

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ

ATTN: BEVERLY GATES

165 MADISON AVE, SUITE 2000

MEMPHIS, TN 38103

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

WILLIAM BATT

Printed Name of the Person Filing

Signature of the Person Filing

Pee: No charge if included with Articles of Dissolution. If filed separately \$35.00