

Division of Corporations

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Florida Department of State
Division of Corporations
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To: LINDA A. SCARCELLI
Division of Corporations
Fax Number : (850) 617-6380

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

DISSOLUTION OR WITHDRAWAL
CNL PRIVATE EQUITY GROUP, INC.

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ARTICLES OF VOLUNTARY DISSOLUTION
OF

CNL PRIVATE EQUITY GROUP, INC.

I, Linda A. Scarcelli, Secretary of CNL PRIVATE EQUITY GROUP, INC., hereby certifies as follows:

1. The name of the Corporation is CNL Private Equity Group, Inc.
2. The dissolution of the Corporation was duly authorized, consented to, and unanimously approved by a Written Consent of the sole Shareholder and the Board of Directors dated the 26th day of April, 2011. The number of votes cast by the sole Shareholders of the single class of stock was sufficient for approval.
3. All of the Corporation's liabilities have been paid or provided for.

DATED this 26 day of April, 2011.

CNL PRIVATE EQUITY GROUP, INC.

By:



Linda A. Scarcelli

Secretary

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