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November 17, 2009

Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Palmetto Apartments of Lakeland, Inc. – Articles of Dissolution

To Whom It May Concern:

Attached please find Articles of Dissolution for Palmetto Apartments of Lakeland, Inc., a Florida corporation, along with a check for \$35.00 to cover the cost of filing.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Samuel A. Houghton, Sr., Esquire

Enclosure:
Articles of Dissolution
Consent Resolution
Check for \$35.00

**ARTICLES OF DISSOLUTION
OF
PALMETTO APARTMENTS OF LAKELAND, INC.**

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TALLAHASSEE, FLORIDA

In accordance with Florida Statutes Sections 607.1402 and 607.1403, and upon the authorization of the shareholders of Palmetto Apartments of Lakeland, Inc., a Florida corporation, the following Articles of Dissolution are hereby adopted:

ARTICLE I

The name of the corporation is Palmetto Apartments of Lakeland, Inc. (the "Corporation")

ARTICLE II

The dissolution of the Corporation was authorized and approved unanimously by all of its directors (the "Directors") and shareholders (the "Shareholders") at a special meeting conducted on August 1, 2009, wherein the Corporation was duly authorized to adopt the Plan of Liquidation and to file these Articles of Dissolution.

ARTICLE III

The Corporation has only one voting group.

ARTICLE IV

In accordance with Florida Statute 607.1405, the Corporation, as a dissolved corporation, may not carry on any business except for those actions necessary for the winding up of its affairs and the liquidation of its assets, of which such actions may include:

- a. The collection of its assets
- b. Disposing of corporate properties that will not be distributed in kind to its Shareholders
- c. Discharging or making provision for discharging corporate liabilities
- d. Taking any other necessary step or action to wind up and liquidate its business and affairs

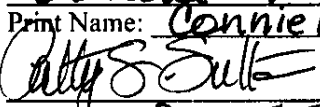
[Signatures to Follow on Subsequent Page]


The undersigned Shareholders of the Corporation, which represent all of the Shareholders of the Corporation, have executed these Articles of Dissolution on this 1st day of October, 2009 in Lakeland, Polk County, Florida.

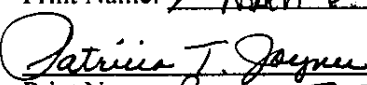
Signed, sealed, and delivered in the presence of these witnesses:

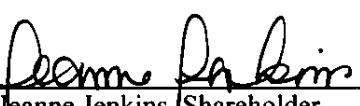
Shareholders:

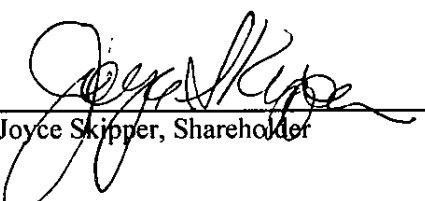

Print Name: Connie Durreau


Print Name: PATTY S. SUTTON


Print Name: Robert E. Joyner


Print Name: Patricia T. Joyner

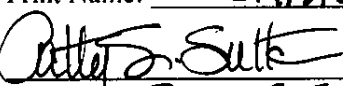

Jeanne Jenkins, Shareholder



Joyce Skipper, Shareholder

Corporation:

Palmetto Apartments of Lakeland, Inc.,
a Florida corporation


Print Name: Connie Durreau


Print Name: PATTY S. SUTTON

By: 
Jeanne Jenkins, as Personal
Representative for the estate of John
H. Hyden, deceased, as sole director

CONSENT RESOLUTION

The undersigned, being all of the shareholders and directors of Palmetto Apartments of Lakeland, Inc., a Florida corporation (the "**Corporation**") hereby consent to the following actions of the Corporation:

RESOLVED, that the sole shareholder of the Corporation, John H. Hyden, died on May 29, 2009; and,

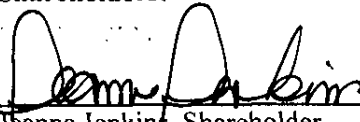
FURTHER RESOLVED, that Jeanne Jenkins ("**Jenkins**"), as Personal Representative of the estate of John H. Hyden, was appointed as sole director of the Corporation, effective July 15, 2009; and,

FURTHER RESOLVED, that the Corporation approved of the Plan of Liquidation of Palmetto Apartments of Lakeland, Inc. (the "**Liquidation Plan**"), attached hereto as "Exhibit A", whereby the Corporation will, within a reasonable period of time not to exceed four months, sell all of its assets and dissolve the Corporation, distributing any such funds to the shareholders; and,

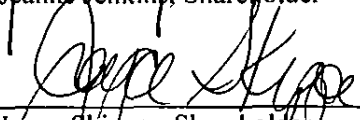
FURTHER RESOLVED, that the Corporation's sole director be and is hereby empowered and authorized to execute and deliver on behalf of the Corporation, any and all documents necessary to effectuate the purposes of this Consent Resolution.

DATED Effective the 1st day of August, 2009.

Shareholders:




Jeanne Jenkins, Shareholder



Joyce Skipper, Shareholder

Corporation:

Palmetto Apartments of Lakeland, Inc., a Florida corporation

By: 

Jeanne Jenkins, as Personal Representative
for the estate of John H. Hyden, deceased, as
sole director