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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

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**DISSOLUTION OR WITHDRAWAL
 CNL RESTAURANTS XIII, INC.**

Certificate of Status	0
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Page Count	01
Estimated Charge	\$43.75

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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:
CNL Restaurants XIII, Inc.

SECOND: The document number of the corporation (if known): P96000025571

THIRD: The date dissolution was authorized: April 19, 2010

Effective date of dissolution if applicable: _____
(no 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: Linda A. Scarcelli
(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, trustee, or other court appointed fiduciary, by that fiduciary)

Linda A. Scarcelli
(Typed or printed name of person signing)

Secretary
(Title of person signing)

Filing Fee: \$35

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