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COVER LETTER

TO: Amendment Section **Division of Corporations** SUBJECT: Dissolution of Realty Asset Properties GP, Inc **DOCUMENT NUMBER:** P96000043693 The enclosed Articles of Dissolution and fee are submitted for filing. Please return all correspondence concerning this matter to the following: Angela Rivera (Name of Contact Person) (Firm/Company) 1665 PALM BEACH LAKES BLVD., SUITE 730 (Address) WEST PALM BEACH, FL 33401 (City/State and Zip Code) For further information concerning this matter, please call: Thomas Malnati at (561 200-8832 (Area Code & Daytime Telephone Number) (Name of Contact Person) Enclosed is a check for the following amount: **■**\$35 Filing Fee \$\sum \$43.75 Filing Fee & \$\sum \$52.50 Filing Fee, Certificate of Status Certified Copy Certificate of Status & (Additional copy is Certified Copy (Additional copy is enclosed) enclosed) **MAILING ADDRESS:** STREET ADDRESS: Amendment Section Amendment Section **Division of Corporations Division of Corporations** P.O. Box 6327 Clifton Building

2661 Executive Center Circle

Tallahassee, FL 32301

Tallahassee, FL 32314

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: | | | |
|---------|---|--|--|--|
| | REALTY ASSET PROPERTIES GP, INC. | | | |
| SECOND: | The document number of the corporation (if known): P96000043693 | | | |
| THIRD: | The date dissolution was authorized: December 24, 2008 | | | |
| | Effective date of dissolution if applicable: December 29, 2008 | | | |
| FOURTH: | (no more than 90 days after dissolution file date) 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 of 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 TARTARY (voting group) | | | |
| | (voting group) SEE. FLORIDA (Voting group) | | | |
| | (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) | | | |
| | Thomas Malnati | | | |
| | (Typed or printed name of person signing) | | | |
| | Vice President | | | |
| | (Title of person signing) | | | |

Filing Fee: \$35