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COVER LETTER

| SUBJECT: JOHNSON RESORT PROPERTIES-FLORIDA 1, INC. DOCUMENT NUMBER: P98000032485 The enclosed Articles of Dissolution and fee are submitted for filing. Please return all correspondence concerning this matter to the following: Andrew L. Mann; Esq. (Name of Contact Person) Mann & Wolf, LLP (Firm/Company) 4300 N. University Drive, Suite C-203 (Address) Sunrise, FL 33351 (City/State and Zip Code) For further information concerning this matter, please call: Andrew L. Mann, Esq. (Name of Contact Person) (Name of Contact Person) Enclosed is a check for the following amount: []\$35 Filing Fee \$43.75 Filing Fee & \$43.75 Filing Fee & \$52.50 Filing Fee, Certificate of Status Certified Copy (Additional copy is enclosed) MAILING ADDRESS: Amendment Section Division of Corporations P.O. Box 6327 ——————————————————————————————————— | TO: Amendment Section Division of Corporations | |
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| Tallahassee, FL 32314 | Amendment Section Division of Corporations P.O. Box 6327 Amendment Section Division of Corporations Clifton Building | - |

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: |
|--------------|---|
| _k ! `` | JOHNSON RESORT PROPERTIES-FLORIDA 1, INC. |
| SECOND: | The document number of the corporation (if known): P98000032485 |
| _THIRD: | The date dissolution was authorized: 6/28/2010 |
| | Effective date of dissolution if applicable: 6/28/2010 (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 ARE ARE ARE ARE ARE ARE ARE AR |
| | (voting group) SEE FLORID (voting group) |
| . 3 | (By a director, fresident 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) |
| | Jerry O. Johnson |
| - | (Typed or printed name of person signing) |
| | President |
| | (Title of person signing) |

Filing Fee: \$35