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**Kentucky Secretary of State
Trey Grayson**

Trey Grayson
Secretary of State
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Division of Corporations
Business Filings

P.O. Box 718
Frankfort, KY 40602
(502) 564-2848
<http://www.sos.ky.gov>

Application For Reinstatement
(Limited Partnership)

RST

BERRY PROSPECT #12 LTD

was administratively dissolved under KRS 362 on 11/1/2007 because the limited partnership did not:
1. file its annual report for the year 2007.

The undersigned hereby applies for reinstatement on behalf of the above named limited partnership and further states as follows:

- 1. the grounds for dissolution either did not exist or have been eliminated;
- 2. The limited partnership's name satisfies the requirements of KRS 362.2.108.

The following documents and fees are enclosed with this application:

- 1. Reinstatement Annual Report completed and signed;
- 2. A check in the amount of **\$130.00** which includes:
 - (a) **\$100.00** reinstatement penalty fee;
 - (b) **\$30.00** annual report fee for 2007 through 2008.
- 3. Form POC — Complete this form if a change has occurred to the current principal office address. Add \$10.00 to the total listed in section (4) if the form is being filed as part of this reinstatement.
- 4. Form RAC — Complete this form if a change has occurred to the current registered office or registered agent, or both. Add \$10.00 to the total listed in section (4) if the form is being filed as part of this reinstatement.
- 5. Articles of Amendment to the Certificate of Limited Partnership. —If the limited partnership's name is unavailable for use at the time of reinstatement, add \$40.00 to the total in section (4) if an amendment is being filed as part of this reinstatement.

Date 2/18/08

Signature 

Title President

Limited partnership name
Before filing an application for reinstatement, each limited partnership should call the office of the Secretary of State (502.564.3490) to make certain that the company name is still available for use. If a limited partnership's name is not available for use at the time of reinstatement, articles of amendment changing the company name must accompany this application for reinstatement.

You can file your annual report online using a credit card or prepaid account. Visit our web site at sos.ky.gov/annualreports

COMMONWEALTH OF KENTUCKY
TREY GRAYSON, SECRETARY OF STATE
ANNUAL REPORT
DUE JUNE 30, 2008



0646534

ORGANIZATION ID #

0646534

STATE OR COUNTRY OF FORMATION

KY

FORMATION DATE

09/07/2006

FILING FEE

\$30.00

(3) EXACT LIMITED PARTNERSHIP NAME AND CURRENT, IF DOMESTIC, DESIGNATED ADDRESS OR, IF FOREIGN, PRINCIPAL OFFICE ADDRESS. Changes made to the designated or principal office address cannot be made on this form. Check (3)A to request a form to be mailed or download the form from our web site.

MERRY PROSPECT #12 LTD
1106 LOVERS LANE
SUITE A-18
DOWLING GREEN, KY 42103

REINSTATEMENT ANNUAL REPORT
For the years 2007 through 2008

CURRENT REGISTERED AGENT AND REGISTERED OFFICE ADDRESS
Changes made to the registered agent or registered office cannot be made on this form. Complete (3)B to request a form to be mailed or download form from web site.

(3) A. Statement of Change of Designated or Principal Office Address Form
B. Statement of Change of Registered Agent or Registered Office Form
MAIL FORM TO

COUNTER DURHAM
PO BOX 100
130 PUBLIC SQUARE
COLUMBIA, KY 42728

Empty box for mailing form to

VERIFY THAT THE INFORMATION IN THIS ANNUAL REPORT IS CURRENT AS OF THE DATE THIS REPORT IS EXECUTED.

Signature of General Partner

Ralph Berry

Type or Print Name

2/8/08

Date

ANNUAL REPORT AND FILING FEE

Submit for filing the completed annual report form and correct filing fee as indicated above. Make check payable to the "Kentucky State Treasurer". Please do not send cash.

MAILING ADDRESS
Trey Grayson
Secretary of State
PO Box 1150
Frankfort, KY 40602-1150

OFFICE LOCATION
Secretary of State
State Capitol, Room 154
700 Capital Avenue
Frankfort, KY 40601
(502)-564-2848

NOTE: P O Box 1150 is for annual report filings only.