KENTUCKY SECRETARY OF STATE P.O.BOX 718 FRANKFORT, KY 40602

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Certificate of Dissolution

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

IMPORTANT NOTICE

GRAND CENTRAL APARTMENTS, LTD.

did not file its 2009 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the limited partnership on November 3, 2009.

SMS PROPERTIES COMPANY, INC. 370 GRAND CENTRAL BLVD. SOMERSET KY 42503



Trey Grayson Secretary of State