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

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,

ADAIR-CLINTON PROSPECT #5, 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.

0686419

First Class Mail US Postage Paid Frankfort, KY Permit No. 888

IMPORTANT NOTICE

HUNTER DURHAM 130 PUBLIC SQUARE P. O. BOX 100 COLUMBIA KY 42728-0100



Trey Grayson Secretary of State