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

PEMBROKE 1031 TRANSACTION, LLC

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

PEMBROKE 1031 TRANSACTION, LLC 4253 ROSETOWN RD PO BOX 128 PEMBROKE KY 42266



Trey Grayson Secretary of State