

Filing Fee: \$50.00

ID Number: 156888



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

2012 JUN -7 AM 11:20
SECRETARY OF STATE
CORPORATIONS DIV.

LIMITED LIABILITY COMPANY

ARTICLES OF DISSOLUTION

Pursuant to the provisions of Section 7-16-47 of the General Laws of Rhode Island, 1956, as amended, the undersigned limited liability company hereby submits the following Articles of Dissolution:

1. The name of the limited liability company is:
Vanderbilt Resort Management LLC
2. The date of filing of the original Articles of Organization is 6/19/2006
3. The dates of filing of all amendments to the original Articles of Organization or the most recent restatement, if any, and all subsequent amendments thereto:
Name was changed from VH-BC Management LLC on 7/20/06
4. The reason for filing the Articles of Dissolution Company no longer serves a business purpose.
5. The effective date (which shall be a date certain) of the dissolution is 2/22/12
6. Any other information or provision, not inconsistent with law, which the members or authorized person signing the Articles of Dissolution elect to set forth:

Under penalty of perjury, I declare and affirm that I have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 5/16/2012

Vanderbilt Resort Management
Print Name of Limited Liability Company
[Signature]
Signature of Authorized Person

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STATE OF RHODE ISLAND AND
 PROVIDENCE PLANTATIONS
 DEPARTMENT OF ADMINISTRATION
 DIVISION OF TAXATION
 ONE CAPITOL HILL
 PROVIDENCE, RI 02908

2012 JUN -7 AM 11:20
 SECRETARY OF STATE
 CORPORATIONS DIV

KIMBERLY HASKINS
 46 ABORN ST
 PROVIDENCE, RI 02903

LETTER OF GOOD STANDING

It appears from our records that **VANDERBILT RESORT MANAGEMENT LLC** has filed all the required returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of **04/30/2012** regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

DISSOLUTION

Very truly yours,

David M. Sullivan

David M. Sullivan
 Tax Administrator

Steven A. Cobb

Steven A. Cobb
 Chief Revenue Agent
 Office Audit and Discovery

2012 MAY 31 AM 10:35
 SECRETARY OF STATE
 CORPORATIONS DIV

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 MAY 18 2012



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

