

552326

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

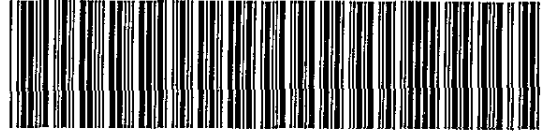
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Diss.
Spayne

AMERIFIRST DEVELOPMENT CORPORATION

1910 Pacific Avenue
Dallas, TX 75201

Telephone (972) 761-8066
Fax (972) 761-2494

March 17, 2003

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Tel. 850-245-6050

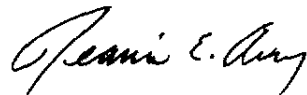
RE: Amerifirst Development Corporation
Company ID: 552326
Articles of Dissolution

Dear Sir or Madam:

Attached is a completed Articles of Dissolution in duplicate form and a check in the amount of \$35.00 to cover the filing fee.

Thank you for processing this request expeditiously.

Sincerely,



Jeanie Avery
Subsidiaries Management

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

COMPANY ID: 552326

FIRST: The name of the corporation is: AMERIFIRST DEVELOPMENT CORPORATION
1910 Pacific Avenue Dallas, TX 75201

SECOND: The date dissolution was authorized: 09/18/02

THIRD: Adoption of Dissolution (CHECK ONE)

- [X] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
[] Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 7th day of OCTOBER, 2002

Signature Patrick J. Shute
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Patrick J. Shute
(Typed or printed name)

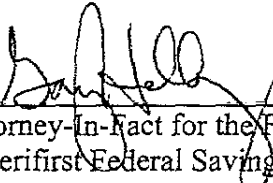
President
(Title)

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TALLAHASSEE, FLORIDA

SHAREHOLDER CONSENT TO DISSOLUTION

The undersigned, as Attorney-In-Fact for the FDIC as Receiver for Amerifirst Federal Savings Bank in its capacity as sole shareholder of Amerifirst Development Corporation, a Florida corporation, does hereby certify that such shareholder agrees to and consents to the dissolution of Amerifirst Development Corporation.

Dated this 18th day of September, 2002, at Dallas, Texas.



Attorney-In-Fact for the FDIC as Receiver for
Amerifirst Federal Savings Bank

9/18/02