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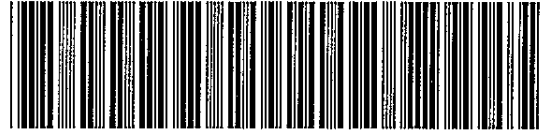
(Domestic Name)



NISIVOCCIA & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

5 Emery Avenue, Randolph, New Jersey 07869



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02/27/03--01044--004 \*\*35.00

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ARTICLES OF DISSOLUTION

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Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: RDC GOLF OF FLORIDA II, INC.

SECOND: The filing date of the articles of incorporation was: 05/20/1997

THIRD: (CHECK ONE)

None of the corporation's shares have been issued.

The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signed this 20 day of December, 2002.

Signature Matthew Galvin  
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Matthew Galvin  
(Typed or printed name)

Vice President  
(Title)