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DISSOLUTION

EMERALD DUNES-POLO TRACE, INC.

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Estimated Charge	\$43.75

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9/26/2002

FAN: H02-204381

ARTICLES OF DISSOLUTION OF EMERALD DUNES - POLO TRACE, INC.

THESE ARTICLES OF DISSOLUTION are hereby adopted as of the effective date shown below by EMERALD DUNES – POLO TRACE, INC., a Florida corporation (the "Corporation"), incorporated on May 26, 1998 under File No.: P98000046863.

- The name of the Corporation is EMERALD DUNES POLO TRACE, INC.
- 2. The Corporation, has no voting groups, but has shareholders entitled to vote on dissolution.
- 3. The dissolution of the Corporation was unanimously approved by the shareholders and directors by written action on September 10, 2001.
- 4. Pursuant to the Plan of Dissolution adopted on September 10, 2001, the effective date of the dissolution of the Corporation was December 31, 2001.

EMERALD DUNES - POLO TRACE, INC.

Richard G. Cherry, Vice President

Dated:

September 26, 2002

FAN: H02-000204381

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SECRETARY OF STATE DIVISION OF CORPORATIONS