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ARTICLES OF DISSOLUTION

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SFCDE VIN SUBMITS

Pursuant to Section 607.1403, Florida Statutes, the undersigned particles of dissolution:

FIRST: The name of the corporation is HERALD UNDERWRITERS, INC.

SECOND: The date dissolution was authorized is December 18, 1996.

THIRD: Dissolution was approved by vote of the shareholders. The number of

votes cast for dissolution was sufficient for approval.

DATED: December 18, 1996.

HERALD UNDERWRITERS, INC.
(Corporation Name)

U _ ...

(Name)

President (Title)

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WRITTEN CONSENT OF SOLE SHAREHOLDER OF HERALD UNDERWRITERS, INC.

Independent Fire Insurance Company, a Floridal corporation ("IFIC") and the owner of all the issued and outstanding common stock of Herald Underwriters, Inc. (the "Company"), hereby adopts the following resolution by written consent:

RESOLVED, that the Company be dissolved and liquidated in accordance with the applicable law, that it cease to carry on any business except that appropriate to wind up and liquidate its business and affairs, and that it, acting through its officers, execute and file such documents, make such transfers, payments and distributions, conduct such winding up activities, and take such other lawful actions as such officers, or any of them, may deem necessary or appropriate to accomplish such dissolution and liquidation.

IN WITNESS WHEREOF, IFIC has caused this consent to be executed and its seal affixed hereon this 18th day of December 1996.

INDEPENDENT FIRE INSURANCE COMPANY

By: Spofeloz fr.

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