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MICHAEL L. BREWER

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February 1, 2002

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Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

RE: Griffin Funding, Inc.

Dear Sir or Madam:

200004863712--6 -02/04/02--01040--003 *****35.00 *****35.00

Please find enclosed for filing Articles of Dissolution with respect the above referenced corporation. Also enclosed is a check made payable to the Secretary of State in the amount of Thirty-Five (\$35.00) Dollars for the filing fee.

Should you have any questions, please feel free to call.

Sincerely,

Michael L. Brewer, Esq.

MLB/mlv Enclosure

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ARTICLES OF DISSOLUTION

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GRIFFIN FUNDING, INC.

ARTICLE I - NAME

The name of this corporation is GRIFFIN FUNDING, INC.

ARTICLE II - OFFICERS

The names and addresses of the officers of the corporation are as follows:

Name	<u>Title</u>	Address
LARRY G. DEVER	President & Treasurer	909 Clubhouse Drive New Smyrna Beach, FL 32168
KELLY BALLARD	Vice President	4166 NW 64th Avenue Pompano Beach, FL 33067

ARTICLE III - DIRECTORS

The names and addresses of the directors of the corporation are as follows:

Name	Address
LARRY G. DEVER	909 Clubhouse Drive New Smyrna Beach, FL 32168
KELLY BALLARD	4166 NW 64th Avenue

ARTICLE IV - LIABILITIES

All liabilities and obligations of the corporation have been paid, discharged, or adequately provided for otherwise.

ARTICLE V - DISTRIBUTION OF ASSETS

All property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interests.

ARTICLE VI - ACTIONS

There are no actions currently pending against the corporation in any court.

ARTICLE VII - STOCK

There is only one class of stock, all of which is voting common stock.

ARTICLE VIII - ELECTION TO DISSOLVE

That on December 10, 2001, the Shareholders unanimously approved a recommendation by the Directors that the corporation be dissolved effective December 31, 2001. A copy of the Written Action is attached hereto.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Dissolution this 241 day of

President

STATE OF FLORIDA COUNTY OF VOLUSIA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared LARRY G. DEVER, known to me and known by me to be the person who executed the foregoing Articles of Dissolution, and he acknowledged before me that he executed the Articles of Dissolution on behalf of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 24H day of

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SSON STATE OF THE PROPERTY OF THE PRO January 2002 Notary Public, State of Florida My commission expires: $(/\gamma/66)$ Personally Known OR Produced Identification Type:

WRITTEN ACTION OF SHAREHOLDERS, BOARD OF DIRECTORS AND OFFICERS OF GRIFFIN FUNDING, INC.

The undersigned, being all of the Shareholders, members of the Board of Directors and Officers of GRIFFIN FUNDING, INC., a Florida corporation, hereby take the following written action in lieu of holding a meeting regarding same, all pursuant to the terms of §607.0704 and §607.0821, Florida Statutes (2001):

- 1. The business activity of this corporation has all but ceased, and most, if not all, of the assets have been liquidated. The Stockholders, Directors and Officers have determined that it is in the best interest of the corporation to adopt a plan of complete liquidation of the Corporation.
- 2. A plan of complete liquidation is hereby adopted and the Officers are directed to distribute the assets of this corporation in accordance therewith. A copy of the plan of complete liquidation is attached hereto and incorporated herein by reference.

DATED this 244 day of January

200**J**-

LARRY &. DEVER

Stockholder, Director and

Officer

KELLY BALLARD

Stockholder, Director and

Officer