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(Requestor's Name)

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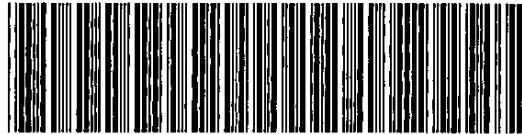
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

DALE, BALD, SHOWALTER, MERCIER & GREEN

PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

HOWARD L. DALE  
WILLIAM A. BALD \*  
RUSSELL H. SHOWALTER, JR.  
LEE F. MERCIER  
MARK M. GREEN  
MICHAEL A. CANDETO  
JULIE SAIEG  
DEBORAH LANCIA RUIZ

(904) 355-1155  
(800) 968-7901

200 WEST FORSYTH STREET, SUITE 1100  
JACKSONVILLE, FLORIDA 32202-4308

FACSIMILE (904) 355-1520  
E-MAIL: [dbsmfla@dalebald.com](mailto:dbsmfla@dalebald.com)  
WEB: [www.dalebald.com](http://www.dalebald.com)

\* ALSO ADMITTED IN GEORGIA

October 9, 2006

Florida Department of State  
Division of Corporations  
Attn: Amendment Section  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Whitney's Sailcenter, Inc./Corporate Liquidation and Dissolution  
Document No. 476315  
Our file no.: 2965.0001

Ladies and Gentlemen:

This firm represents Whitney's Sailcenter, Inc. The directors and shareholders of the corporation have voted to liquidate and dissolve the corporation. Accordingly, enclosed are the following:

1. Articles of Dissolution (original and one copy); and
2. Notice of Corporate Dissolution.

Also enclosed is this firm's check in the amount of \$35.00, which represents the filing fee.

Please return all correspondence concerning this matter to my attention at the address listed above.

Please file the Articles of Dissolution as soon as possible. If you have any questions regarding the filing of the enclosure, please do not hesitate to contact me.

Sincerely,



Deborah Lancia Ruiz

DLR/cw  
Encs.

ARTICLES OF DISSOLUTION  
OF  
WHITNEY'S SAILCENTER, INC.

(Document No. 476315)

FILED  
06 OCT 11 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, Florida Statutes (2005), WHITNEY'S SAILCENTER, INC., a Florida corporation having its principal office in Jacksonville, Florida (hereinafter called the "Corporation"), hereby certifies as follows:

FIRST: The name of the Corporation is WHITNEY'S SAILCENTER, INC., a Florida corporation.

SECOND: All four (4) of the shareholders of the Corporation, acting pursuant to Sections 607.0704 and 607.1402, Florida Statutes (2005), have voted in favor of a resolution authorizing dissolution of the Corporation, and the number of shareholder votes cast for dissolution was sufficient for approval. Voting by voting groups was not required. All shareholders of the Corporation have executed a written consent dated September 10, 2006, a copy of which is attached, authorizing the dissolution of the Corporation in the manner provided by the Florida Business Corporation Act.

THIRD: Dissolution of the Corporation shall become effective upon the filing of these Articles of Dissolution with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, WHITNEY'S SAILCENTER, INC., has caused these Articles of Dissolution to be executed in its corporate name by its President and attested by its Secretary this 10 day of September, 2006.

WHITNEY'S SAILCENTER, INC.,  
a Florida corporation

By: Candis T. Whitney  
Candis T. Whitney, President

Attest: Douglas J. Whitney  
Douglas J. Whitney, Secretary

WHITNEY'S SAILCENTER, INC.

CONSENT TO ACTION BY DIRECTORS AND SHAREHOLDERS WITHOUT MEETINGS  
PURSUANT TO SECTIONS 607.0704, 607.0821, 607.1402 AND 607.1403 OF  
THE FLORIDA BUSINESS CORPORATION ACT

The undersigned, being all of the directors and shareholders of WHITNEY'S SAILCENTER, INC., a Florida corporation (the "Corporation"), acting pursuant to Sections 607.0704, 607.0821, 607.1402 and 607.1403, Florida Statutes (2005), part of the Florida Business Corporation Act, do hereby consent to and adopt the following resolutions:

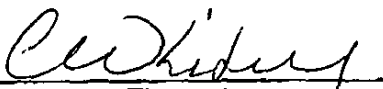
BE IT RESOLVED, that the undersigned directors of the Corporation propose and recommend to its shareholders that the Corporation be dissolved as soon as may be practicable; and

BE IT FURTHER RESOLVED, that the undersigned shareholders, being all of the shareholders of the Corporation, having considered such proposal and recommendation for the dissolution of the Corporation, hereby consent to and unanimously vote in favor of such dissolution, and unanimously approve such proposal to dissolve the Corporation; and

BE IT FURTHER RESOLVED, that the shareholders of the Corporation hereby waive the holding of a formal meeting to consider such dissolution and also waive the notice of and statement of the date, time and place of the meeting required by Section 607.0705, Florida Statutes (2005); and

BE IT FURTHER RESOLVED, that Articles of Dissolution of the Corporation in the form attached hereto be executed on behalf of the Corporation and filed with the Florida Secretary of State.

IN WITNESS WHEREOF, this Consent to Action has been executed to be effective as of the 10 day of September, 2006.

  
CANDIS T. WHITNEY  
Director and Shareholder

  
DOUGLAS J. WHITNEY  
Director and Shareholder

SHERRY W. BURKE  
Shareholder

RODGER K. BURKE  
Shareholder

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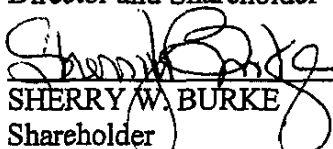
BE IT FURTHER RESOLVED, that the undersigned shareholders, being all of the shareholders of the Corporation, having considered such proposal and recommendation for the dissolution of the Corporation, hereby consent to and unanimously vote in favor of such dissolution, and unanimously approve such proposal to dissolve the Corporation; and

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Director and Shareholder

  
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Shareholder

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Director and Shareholder

\_\_\_\_\_  
DOUGLAS J. WHITNEY  
Director and Shareholder

\_\_\_\_\_  
SHERRY W. BURKE  
Shareholder

  
\_\_\_\_\_  
RODGER K. BURKE  
Shareholder