601932 COCHRAN, ROOKE & CRAFT, L.L.P.

2200 POST OAK BOULEVARD, SUITE 700 HOUSTON, TEXAS 77056

> TELEPHONE: (713) 621-6600 TELEFAX: (713) 621-8562

> > December 22, 1997

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: STOWERS FUNERAL HOME, INC.

Dear Sir or Madam:

Enclosed you will find an original and one copy of the Articles of Dissolution for the above referenced corporation. Additionally, please find a check in the amount of \$35.00 for the required filing fee.

Once this document has been duly recorded, please return your standard form of acknowledgment to me in the enclosed self-addressed Federal Express envelope.

Please call me with any questions.

Very truly yours,

MMU L. Dreschnigg,

Legal Assistant

/nlo Enclosures

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 6, 1998

NORMA L. ORESCHNIGG 2200 POST OAK BLVD., STE. 700 HOUSTON, TX 77056

SUBJECT: STOWERS FUNERAL HOME, INC.

Ref. Number: 601932

We have received your document for STOWERS FUNERAL HOME, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call James Gundary (850) 487-6909.

Velma Shepard Corporate Specialist

Letter Number: 198A00000663

ARTICLES OF DISSOLUTION

| 98 | FIL | ED | |
|-------|------------------|-----------------------------|---|
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| ALLAH | TARY OF ISSFE | AM 9: 1: STATE LORIDA | 3 |
| | | LORIDE | |

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

| FIRST: | The name of the corporation is: STOWERS FUNERAL HOME, INC. |
|---------------|---|
| SECOND: | The date dissolution was authorized: December 17, 1997 |
| THIRD: | Adoption of Dissolution (CHECK ONE) |
| Disse was | olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval. |
| Disso | plution was approved by vote of the shareholders through voting groups. |
| Ti er | he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve: |
| The r | number of votes cast for dissolution was sufficient for approval by |
| - | (voting group) |
| | v.f. |
| Signed | this <u>14</u> day of <u>January</u> , 19 <u>98</u> |
| Signature | Bo-Pare |
| | (By the Chairman or Vice Chairman of the Board, President, or other officer) |
| | |
| | Brent Pace |
| | (Typed or printed name) |
| | Vice President |
| | (Title) |
| | \ , |