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FDIC

Federal Deposit Insurance Corporation
1910 Pacific Avenue, Suite 1600, Dallas, Texas 75201 • (972) 754-0098
Southwest Service Center

Legal Division
Office of Lela Clifton, CLAS 972-761-8055

August 18, 1999

VIA FEDERAL EXPRESS

FILED
99 AUG 19 PM 4: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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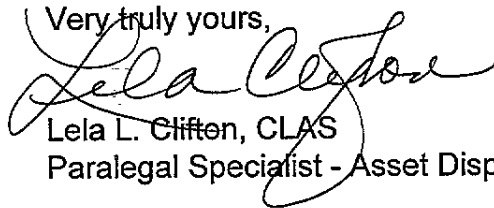
Re: Amerifirst Florida Company

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Dissolution behalf of Amerifirst Florida Company. Also enclosed is a check in the amount of \$35.00 for the filing fees. Please return the Certificate of Dissolution to me in the enclosed self-addressed stamped envelope.

If you have any questions, please call me at (972) 761-8055.

Very truly yours,


Lela L. Clifton, CLAS
Paralegal Specialist - Asset Disposition I

/llc

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V. SHEPARD AUG 26 1999

ARTICLES OF DISSOLUTION
OF
AMERIFIRST FLORIDA COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the Corporation is AMERIFIRST FLORIDA COMPANY (the "Corporation").

II.

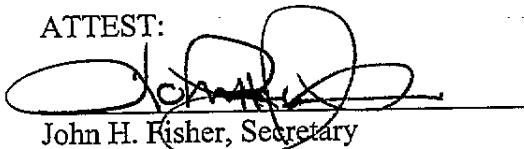
Dissolution of the Corporation was authorized on July 14, 1999, by unanimous vote of the directors of the Corporation and by the sole shareholder of the Corporation, which is sufficient for approval of the dissolution.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this 18th day of August, 1999.

AMERIFIRST FLORIDA COMPANY

By: James Hammett
James Hammett, President

ATTEST:


John H. Fisher, Secretary