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ROGERS, TOWERS, BAILEY, JONES & GAY (Requestor's Name) 106 South Monroe St 2nd Floor (Address) Tallahassee, FL 32301 222-7200 (City, State, Zip) (Phone #) Call Pat if problems. @ 222-7200		
CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): Malependent Unvertment Advisory (Corporation Name) 2. <u>Menvices</u> unc. # 695072 (Corporation Name) 3(Corporation Name) (Corporation Name)		
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	Trademark	
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ARTICLES OF DISSOLUTION

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Pursuant to Section 607.1403, Florida Statutes, the undersigned corporation Statutes STATE the following articles of dissolution:

FIRST: The name of the corporation is INDEPENDENT INVESTMENT ADVISORY SERVICES, INC.

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

<u>THIRD</u>: Dissolution was approved by vote of the shareholders. The number of votes cast for dissolution was sufficient for approval.

DATED: December 18, 1996.

INDEPENDENT INVESTMENT ADVISORY SERVICES, INC. (Corporation Name)

By: Joe Kelley (Name)

<u>President</u> (Title)

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WRITTEN CONSENT OF SOLE SHAREHOLDER OF INDEPENDENT INVESTMENT ADVISORY SERVICES, INC.

AGC Life Insurance Company, a Missouri corporation ("AGC Life ") and the owner of all the issued and outstanding common stock of Independent Investment Advisory Services, 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, AGC Life has caused this consent to be executed and its seal affixed hereon this 18th day of December 1996.

AGC LIFE INSURANCE COMPANY

[SEAL]

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