F07132

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SQUIRE, SANDERS & DEMPSEY L.L.P.

One Tampa City Center 201 N. Franklin Sreet, Suite 2100 Tampa, Florida 33602-5164

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April 7, 2003

VIA FEDERAL EXPRESS

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

Re: Shear, Rosenkranz & Lamb, P.A.

Dear Madam or Sir:

Enclosed are an original and one copy of the Articles of Dissolution for the above captioned corporation, as well as our check in the amount of \$35.00 to cover the cost of the filing.

Please file the Articles of Dissolution, place your "Filed" stamp on the enclosed copy and return your acknowledgment to the undersigned's attention in the envelope enclosed for that purpose.

If you have any questions, please let us know. Thank you for your assistance with this matter.

Sincerely,

Jeffrey Drew Butt

JDB/ch Enclosures

ARTICLES OF DISSOLUTION

- COMPANIE P.A. The name of this Corporation is SHEAR, ROSENKRANZ 1. (Florida Document No. F07132).
- 2. Dissolution of the Corporation was authorized pursuant to a Written Action in Lieu of a Special Meeting of the Shareholders of the Corporation dated the 7th day of April, 2003. The number of votes cast in favor of dissolution was sufficient for approval.
 - 3. These Articles of Dissolution shall be effective as of April 9, 2003.

Dated this 9th day of April, 2003.

SHEAR, ROSENKRANZ & LAMB, P.A.

a Florida corporation

Print Name: Bruce D. Lamb

President