GAY AND GORDON ATTORNEYS, P.A.

699 - 1ST AVENUE NORTH P.O. BOX 265 WILLIAM W. GAY (1919 - 1993) SEYMOUR A. GORDON RENEE H. GORDON

St. Petersburg, Florida 33731

TELEPHONE (727) 896-8111 FAX (727) 822-2234

October 31, 2000

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

900003448959 11/02/00--01070 *****35.00 *****35.00

Re: Dissolution of corporation

Gentlemen:

I am enclosing the original of the Articles of Dissolution of Easy Frog Enterprises, Inc. (formerly known as Florida Title and Guaranty Company of Pinellas County, a Florida corporation). I am also enclosing a Written Consent of Stockholders to the dissolution of Easy Frog Enterprises, Inc.

My firm's check in the amount of \$35.00 is enclosed to cover the fee for filing Articles of Dissolution.

Please forward your letter acknowledging receipt of the above documents for processing.

Thank you for your assistance.

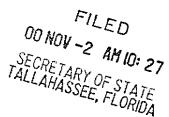
Sincerely yours,

Seymour A. Gordon

SAG/sp **Enclosures**

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ARTICLES OF DISSOLUTION OF EASY FROG ENTERPRISES, INC.



Pursuant to Section 607.1403, Florida Statutes, EASY FROG ENTERPRISES, INC., formerly known as Florida Title and Guaranty Company of Pinellas County, a Florida corporation, hereby files its Articles of Dissolution, and says:

- A. The name of the corporation is EASY FROG ENTERPRISES, INC., a Florida corporation, (formerly known as Florida Title and Guaranty Company of Pinellas County, a Florida corporation).
- B. The date dissolution was authorized was October 27^{22} , 2000.
- C. Dissolution was approved by the sole shareholder of the corporation, whose vote was sufficient for approval.

Dated in Pinellas County, Florida, this 27 day of October, 2000.

THOMAS M. GREGG, President and Sole Shareholder

STATE OF FLORIDA COUNTY OF PINELLAS

> KAREN BALEK Netary Public, State of Florida Commission No. CC814465 Ny Commission Expires Harch 4, 2003

Notary Public

My commission expires:

WRITTEN CONSENT OF STOCKHOLDERS TO DISSOLUTION OF EASY FROG ENTERPRISES, INC.

I, Thomas M. Gregg, the sole holder and owner of record of all of the issued and outstanding shares of stock of EASY FROG ENTERPRISES, INC. (formerly known as Florida Title and Guaranty Company of Pinellas County), a corporation duly organized under the laws of the State of Florida, and entitled to vote on the dissolution thereof, do hereby consent that said corporation be dissolved forthwith pursuant to Sections 607.1402, 607.1403, and 607.0704, Florida Statutes, and I do hereby sign this instrument for the purpose of signifying such consent in writing, as required by said sections.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, and opposite thereto the number of shares of stock held by me, this $27^{\frac{71}{12}}$ day of 00000. Number

Name 1

Signature

of Shares

Thomas M. Gregg

Thomas M. A.

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 27 day of 00+ 2000, by Thomas M. Gregg, who:

is personally known to me, or

produced FW14 G60833363920

as identification.

KAREN BALEK Notary Public, State of Florida Commission No. CC814485

My Commission Expires Merch 4, 2003

Notary Public

My commission expires: