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Federal Deposit Insurance Corporation

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

SECRETARY OF LEGAL DIVISION  
Office of Lela L. Clifton/CLAS (972) 761-8055

September 16, 1998

VIA FEDERAL EXPRESS

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

Re: American Pioneer Holding Company

600002642116--8

-09/17/98--01057--004

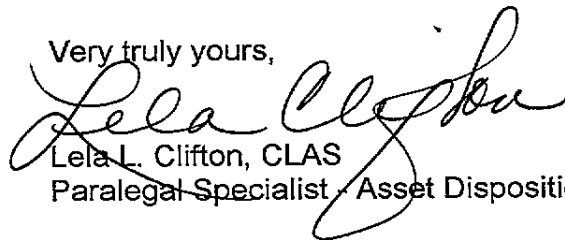
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Dissolution on behalf of American Pioneer Holding Company. Also enclosed is a check in the amount of \$35.00 for the filing fees. Please return a filed copy of the Articles of Dissolution to me in the enclosed self-addressed postage prepaid envelope. Use of the enclosed envelope will ensure that the documents are routed properly within the FDIC's mail system.

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

Very truly yours,

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

/llc

Encs.

cc: John H. Fisher, President  
American Pioneer Holding Company

Miss  
9/27/98

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ARTICLES OF DISSOLUTION

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OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMERICAN PIONEER HOLDING COMPANY

I.

The name of the Corporation is AMERICAN PIONEER HOLDING COMPANY  
(the "Corporation").

II.

Dissolution of the Corporation was authorized on August 26, 1998, 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 16<sup>th</sup> day of September, 1998.

AMERICAN PIONEER HOLDING  
COMPANY

By: 

John H. Fisher, President

ATTEST:

  
James Hammett, Secretary