MIDCOAST

G25341

July 25, 2002

Division of Corporations PO Box 6327 Tallahassee, FL 32314

Re: Sunshine Financial Corp.

G25341

Dear Sir or Madam:

Enclosed for filing please find an original and one copy of the Articles of Dissolution for the above-referenced corporation together with Check No. 12214 in the amount of \$43.75 in payment of the filing fee. The acknowledgement should be sent to:

Michele M. Mueller MidCoast Credit Corp. 1926 Tenth Avenue North, Suite 400 Lake Worth, FL 33461 (561) 540-6224 ext. 126

Very truly yours,

Michele M. Mueller

Michele M. Mueller Legal Administrator

/mmm Enclosures FILED
12 JUL 29 PM 1: 16
ECRETARY OF STATE
LAHASSEE, FLORIOM



ARTICLES OF DISSOLUTION

OF

SUNSHINE FINANCIAL CORP.

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act (the "Act"), Sunshine Financial Corp., a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

- 1. The name of the Corporation filing these Articles of Dissolution is Sunshine Financial Corp., Document No. G25341.
- 2. The Corporation elected to dissolve by unanimous written consent by all of the Shareholders pursuant to Section 607.0704 of the Act, the votes cast for dissolution being sufficient for approval as of May 10, 2002.

IN WITNESS WHEREOF, the undersigned, being the President of Sunshine Financial Corp., has executed these Articles of Dissolution on behalf of the Corporation as of the 10th day of May, 2002.

SUNSHINE FINANCIAL CORP. a Florida corporation

MICHAEL BERNSTEIN, President