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LYBARGER, KEITH & McLEAN, P.A.  
CERTIFIED PUBLIC ACCOUNTANTS

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March 19, 2002

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

800005172928--5  
-03/27/02--01072--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: Dissolution of one corporation and change of corporate name

ENCL: A) Dissolution of "Tu-Co Peat, Inc."  
B) Change of name of "Tubbs Family Enterprises, Inc." to "Tu-Co Peat, Inc."

Gentlemen,

This letter is to, hopefully, smooth the enclosed amendments out by giving you an overview of what is being done.

First, Tu-Co Peat, Inc. is being closed down as of 12/31/01 and dissolved by the enclosed paperwork. However, the name is valuable to the owners. These owners own another corporation. In order to keep this name, they are changing the name of the second corporation--Tubbs Family Enterprises, Inc. to Tu-Co Peat, Inc.

After a telephone call to your office, I was advised that this was the way to handle this situation and that there would be no problem in accomplishing this end. If problems remain or arise, please do not hesitate to call on me.

Thank you for your trouble and cooperation in this matter.

Sincerely,



Douglas A. McLean, CPA  
LYBARGER, KEITH & McLEAN, P.A.  
Certified Public Accountants

FILED  
02 MAR 27 PM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RB 4/2/02 ✓

ARTICLES OF DISSOLUTION

FILED

02 MAR 27 PM 12:29

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution: SECRETARY OF STATE TALLAHASSEE, FLORIDA

FIRST: The name of the corporation is: TU-CO FEAT, INC.

SECOND: The date dissolution was authorized: MARCH 20, 2002

THIRD: Adoption of Dissolution (CHECK ONE)

[X] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

[ ] Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 18th day of MARCH, 2002

Signature Michael L. Tubbs

(By the Chairman or Vice Chairman of the Board, President, or other officer)

MICHAEL L. TUBBS

(Typed or printed name)

PRESIDENT

(Title)