

 Terrabank Holding Corporation

K21252

15 July, 1997

Secretary of State
State of Florida
Division of Corporations
409 East Gains Street
Tallahassee, FL 32301

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-07/22/97--01136--001
*****87.50 *****87.50

Re: Articles of Dissolution for Terrabank Holding Corporation


Dear Sirs:

Enclosed please find original and one copy of the Articles of Dissolution of Terrabank Holding Corporation, together with our check in the amount of \$ 87.50 to cover the filing fee for said Articles and for a Certificate of Dissolution. Please forward said Certificate to our mailing address as follows:

TERRABANK HOLDING CORPORATION
Post Office Box 452323
Miami, FL 33245-2323

Very truly yours,

TERRABANK HOLDING CORPORATION

By: 
Rafael E. Padierne
Secretary

REP:mp
Enc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

VS JUL 30 1997

ARTICLES OF DISSOLUTION

OF

TERRABANK HOLDING CORPORATION

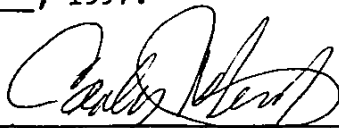
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TALLAHASSEE FLORIDA

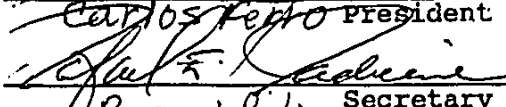
I. The name of the corporation is Terrabank Holding Corporation.

II. The date on which dissolution was authorized is July 15th, 1997.

III. The foregoing articles of dissolution were approved by the affirmative vote of the holders of a majority of the issued and outstanding shares of Class A Common Stock of the corporation, (comprising the sole voting group eligible to vote thereon) by written consent to action dated July 15th, 1997. The number of votes cast for dissolution by such voting group was sufficient for approval by the voting group.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed these Articles of Dissolution this 15th day of July, 1997.



Carlos Pedro President


Rafael Padierne Secretary