BAUGHER, METTLER AND SHELTON LAWYERS 340 ROYAL POINCIANA PLAZA P.O. BOX 109 PALM BEAGH, FLORIDA 33480 M. F. BAUGHER (1903-1982) THOMAS M. METTLER TELEPHONE (561) 833-9631 JOHN W. SHELTON Fax (561) 655-2835 FRANCIS X. J. LYNCH KEVIN M. COLLVER November 19, 1998 FEDERAL EXPRESS Florida Department of State Division of Corporations 409 East Gaines Street 11/23/98--01017--007 Tallahassee, Florida 32399 *****35.00 *****35.00

West Carolina Properties, Inc.

To Whom It May Concern:

With regard to the above, enclosed please find the following:

- duplicate originals of the Articles of Dissolution of West Carolina Properties, Inc.,
- 2. this firm's check in the amount of \$35.00 representing the filing fee, and
- 3. a return FedEx mailer

Once the enclosed have been duly filed, please return one in the enclosed FedEx mailer.

Should you have any questions or comments in this regard, please feel free to contact me.

Sincerely,

FXJL/kh Enclosures VS DEC - 2 1998

ARTICLES OF DISSOLUTION

THE STATE OF THE S

WEST CAROLINA PROPERTIES

Pursuant to the provisions of Section Florida Statutes, these Articles of Dissolution provide that:

<u> ARTICLE I - NAME</u>

The name of the corporation is WEST CAROLINA PROPERTIES, INC. (the "Corporation"").

ARTICLE II - DATE OF DISSOLUTION AUTHORIZED

The dissolution was authorized by the Corporation's sole shareholder on November 18 effective as of December 1 _, 1998, to become

ARTICLE III - PROVISION FOR DEBTS

As of the date hereof there is no outstanding debt due from the corporation to any person or entity.

ARTICLE IV - SHAREHOLDER APPROVAL

The dissolution was approved by the sole shareholder of the Corporation, which is sufficient for dissolution of the Corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on November 18, 1998.

WEST CAROLINA PROPERTIES, INC.