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Division of Corporations

Fax Number : (850)617-6383

From:

Account Name : NORTON, GURLEY, HAMMERSLEY & LOPEZ, P.A.

Account Number : I20010000202 : (941)954-4691

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LLC DISS/WITH OR REV DISS

OFFSHORE, LLC

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EXAMINER

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ARTICLES OF DISSOLUTION FOR OFFSHORE, LLC

ARTICLE I

The name of the limited liability company is OFFSHORE, LLC.

ARTICLE II

The Articles of Organization were filed on August 29, 2006 and assigned document number L06000085486.

ARTICLE III

The dissolution was approved by the unanimous consent of the Members on November 14, 2008.

ARTICLE IV

The occurrence that resulted in the limited liability company's dissolution pursuant to Section 608.441, Florida Statutes, is the written consent of all the members of the limited liability company to such dissolution.

ARTICLE V

All debts, obligations and liabilities of the limited liability company have been paid or discharged.

ARTICLE VI

All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

ARTICLE VII

There are no suits pending against the company in any court.

The undersigned, being all of the Members of the Company, have executed these Articles of Dissolution this _______ day of ________, 2008.

DAVID GRAIN

LISA GRAIN

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CONSENT TO DISSOLUTION OF

OFFSHORE, LLC
a Florida limited liability company

THE UNDERSIGNED, being all of the Members of OFFSHORE, LLC, a Florida limited liability company, hereby consent to the immediate dissolution of the company.

DATED: November 14, 2008

DAVID GRAIN

LISA GRAIN

08 DEC 23 AH 9: 25
SECHETARY OF STATE.

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(7559-2 00342971.DOC; L11/21/2008)