

Florida Department of State
Division of Corporations
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DISSOLUTION OR WITHDRAWAL

WEST PALM BEACH, FLA., COMMERCIAL PROPERTIES DEVELOP

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**ARTICLES OF DISSOLUTION
OF
WEST PALM BEACH, FLA., COMMERCIAL
PROPERTIES DEVELOPMENT CORPORATION**

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

- FIRST:** The name of the corporation as currently filed with the Florida Department of State is WEST PALM BEACH, FLA., COMMERCIAL PROPERTIES DEVELOPMENT CORPORATION.
- SECOND:** The document number of the corporation is L79940.
- THIRD:** The date dissolution was authorized was October 2, 2006.
- FOURTH:** These Articles of Dissolution shall be deemed to be effective as of the date of filing.
- FIFTH:** Dissolution was approved by unanimous written consent of the sole shareholder. The number of votes cast for dissolution was sufficient for approval.

Signed this 2nd day of October, 2006.

WEST PALM BEACH, FLA., COMMERCIAL
PROPERTIES DEVELOPMENT CORPORATION

By 
Name: C. Cammack Morton
Title: President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**UNANIMOUS WRITTEN CONSENT
OF THE SOLE SHAREHOLDER OF
WEST PALM BEACH, FLA., COMMERCIAL
PROPERTIES DEVELOPMENT CORPORATION**

The undersigned, owning all of the issued and outstanding shares of capital stock of West Palm Beach, Fla., Commercial Properties Development Corporation (the "Corporation"), a corporation organized and existing under the laws of the state of Florida, and in accordance with the laws of the state of Florida, does hereby waive any and all notice that may have been required with respect to a special meeting of the shareholders of the Corporation, and in lieu of the convention of a special meeting of the shareholders, has unanimously consented and agreed and by these presents does consent to, affirm, ratify and adopt the following actions and resolutions of this Corporation:

RESOLVED, the sole Shareholder hereby approves the dissolution of West Palm Beach, Fla., Commercial Properties Development Corporation, and approves the Articles of Dissolution attached hereto as Exhibit A.

BE IT FURTHER RESOLVED, that this Corporation authorizes, empowers and directs C. Cammack Morton (the "Authorized Officer"), acting alone, in the name of this Corporation, to do or cause to be done all such acts or things and to make, execute and deliver, or cause to be made, executed delivered and performed, all such documents, instruments and certificates, as the Authorized Officer may, in such officer's sole and uncontrolled discretion, may deem necessary, proper, advisable or convenient, to effectuate or carry out the purpose and intent of the foregoing consent, and to perform the obligations of this Corporation, under the instruments and documents approved in the above and foregoing resolutions.

The undersigned, in executing this instrument, affirm as a fact that he is the duly authorized and court-appointed Independent Executor of the Succession of Wilbur Marvin, the Succession of Wilbur Marvin being the sole shareholder of the Corporation; that he understands that this act in executing this instrument has the same force and effect as such action would have had if at a formal meeting of the shareholder, duly noticed and properly convened for this purpose, and the Succession of Wilbur Marvin does declare that this instrument is executed as a consent to action by the shareholder.

EXECUTED THIS 2nd day of October, 2006 in Baton Rouge, Louisiana.

SUCCESSION OF WILBUR MARVIN

By:


John G. Davies, Independent Executor

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EXHIBIT A

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Signed this 2nd day of October, 2006.

**WEST PALM BEACH, FLA., COMMERCIAL
PROPERTIES DEVELOPMENT CORPORATION**

By: 

Name: C. Cammack Morton

Title: President