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FREDERICK G. SUNDHEIM, JR.

WM. A. OUGHTERSON OF COUNSEL

WALTER G. WOODS*

*BOARD CERTIFIED REAL ESTATE LAWYER

SANDRA L. SUNDHEIM-STRAUSBAUCH

October 1, 2002

Division of Corporations Secretary of State Post Office Box 6327 Tallahassee, Florida 32314

RE:

Smith Builders, Inc.

Dear Sirs:

Enclosed are the Articles of Dissolution for the above corporation along with our office check in the amount of \$35.00 for filing of same.

Please mail our office a filed copy of the Articles.

Thank you very much.

Sincerely yours

G. Sundheim Jr.

FGS/sn S-905B

ARTICLES OF DISSOLUTION

I, the undersigned, President and sole stockholder of SMITH BUILDERS, INC., a Florida corporation, does hereby, for the purpose of complying with the provisions of Section 607.267, F.S.A., in relation to the Articles of Dissolution which hereby, make and attest to the following statement:

- A. The name of the corporation is SMITH BUILDERS, INC.
- B. The name, title, and address of the officer and sole stockholder of the corporation are as follows:

President:

RICHARD W. SMITH JR.

PO Box 496

Palm City, FL 34991

C. All debts, obligations and liabilities of the corporation have been paid or discharged.

- D. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
 - E. There are no actions pending against the corporation in any court.
- F. A copy of the written consent of all shareholders is attached hereto and made a part hereof. Said written consent has been signed by all the shareholders.

IN WITNESS WHEREOF, we have made and executed these Articles of Dissolution, this _/_ day of ________, 2002.

Nithessed by:

RICHARD W SMITH IR President

STATE OF FLORIDA COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this _/_ day of, 2002, by RICHARD W. SMITH JR., as President for Smith Builders, Inc.
Signature of Notary Public
FREDERICK G. SUNDHEIM, JR. MY COMMISSION # DD 010401 EXPIRES: July 19, 2005 Bonded Thru Notary Public Underwriters
Print, type or stamp commissioned name of Notary Public
Personally known or produced identification
Type of Identification Produced

VOLUNTARY DISSOLUTION OF SMITH BUILDERS, INC.

BY WRITTEN CONSENT OF SHAREHOLDERS

The undersigned, being the sole shareholder of SMITH BUILDERS, INC., a Florida corporation, does hereby consent to the voluntary dissolution of SMITH BUILDERS, INC., a Florida corporation.