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FILED  
NOV 20 AM 9:14  
CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

November 117, 1998

Division of Corporations  
State of Florida  
409 E. Gaines Street  
Tallahassee, FL 32399  
Attn: Limited Liability Company Division

L96-1173  
CM

To Whom It May Concern:

Enclosed for filing are the Articles of Dissolution for MFM Development Group, LLC effective November 30, 1998. Also enclosed is a check in the amount of \$52.50 as the filing fee.

Very truly yours,

*Carolyn Herman*

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-11/20/98-01032-007  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

**ARTICLES OF DISSOLUTION**  
**of**  
**MFM DEVELOPMENT GROUP, LLC.**

Pursuant to Sections 608.441 and 608.445 of the Florida Limited Liability Company Act, the undersigned limited liability company adopts the following Articles of Dissolution for the purpose of dissolving:

1. The name of the limited liability company is MFM Development Group, LLC
2. The names and respective addresses of its managers are:

<u>Names</u>	<u>Addresses</u>
Michael C. Eberhardt	5909 Yardley Court Dallas, TX 75248
Michael G. Hall	3861 Copper circle W. Jacksonville, FL 32207
Frederick W. Carlson, II	2409 Pine Island Trail Jacksonville, FL 32224

3. All debts, obligations and liabilities of the limited liability company have been paid or discharged.
4. All remaining property and assets of the limited liability company have been distributed among its members in accordance with their respective rights and interests.
5. There are no suits pending against the limited liability company in any court.
6. A copy of the written consent to dissolve and a statement that such written consent has been signed by or on behalf of all members is filed herewith and incorporated herein.
7. The effective date of the dissolution is November 30, 1998.

MFM Development Group, LLC

By: 

Frederick W. Carlson, II  
Managing Member

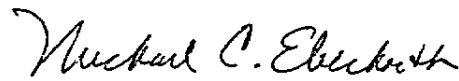
Prepared By: Carolyn Herman, Esq., Florida Bar No. 976563, 1831 N. Third Street  
Jacksonville Beach, FL 32250, tel. no. (904)247-9420

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CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

**WRITTEN CONSENT TO THE DISSOLUTION  
of  
MFM DEVELOPMENT GROUP, LLC.**

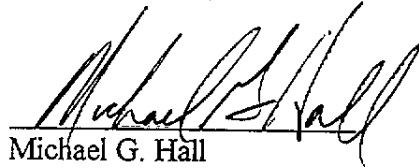
The undersigned, being all the members of MFM Development Group, LL.C., a limited liability company duly authorized under the laws of the State of Florida (Company), pursuant to Sections 608.441 and 608.445 of the Florida Limited Liability Company Act, do hereby consent to the dissolution of the Company and do hereby authorize the filing of Articles of Dissolution with the appropriate officer of the State of Florida to be made effective as of November 30, 1998.

**MEMBERS**



Michael C. Eberhardt  
5909 Yardley Court  
Dallas, TX 75248

Date: NOV. 6, 1998



Michael G. Hall  
3861 Copper Circle W.  
Jacksonville, FL 32207

Date: NOV. 16/1998



Frederick W. Carlson, II  
2409 Pine Island Trail  
Jacksonville, FL 32224

Date: NOV 16/1998

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA