

Mark S. Bennett  
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November 25, 1998

**RE: Dissolution of Gryphon Partners, LLC**  
**Our File No.: 21557**

Please allow this letter to serve as notice of filing of Articles of Dissolution for a Florida limited liability company. If you have any questions or concerns, please do not hesitate to contact me at (216) 687-3359. We would be extremely appreciative if the Order of Dissolution could be filed prior to November 30, 1998. We are including the \$8.75 in order to obtain a Certificate of Status.

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-12/01/98--01023--004  
\*\*\*\*\*61.25 \*\*\*\*\*61.25

Name	Mark S. Bennett, Esq.
Availability	
Document	
Designer	MSB/dafDCC
	cc: Todd Jackson, Esq. Thomas S. Liggett
	Daniel P. Mossop
Verifier	DCC
	MSB LETTERS FLORIDA D.LTR
acknowledgement	DCC
W. P. Verifier	DCC

FILED  
98 NOV 30 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

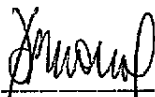
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**ARTICLES OF DISSOLUTION  
FOR A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is Gryphon Partners, LLC
2. The effective date of Gryphon Partners, LLC's Dissolution is November 30, 1998.
3. The occurrence that resulted in Gryphon Partners, LLC's Dissolution pursuant to § 608.441 of the Florida Statutes is the Unanimous Written Agreement of All Members.
4. All debts, obligations and liabilities of Gryphon Partners, LLC have been paid or discharged.
5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
6. There are no suits pending against the company in any court.

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SECOND JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

SIGNATURE OF ALL MEMBERS:

  
\_\_\_\_\_  
Daniel P. Mossep

  
\_\_\_\_\_  
Thomas S. Liggett

FILED  
98 NOV 30 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACTION BY UNANIMOUS WRITTEN CONSENT**  
**OF THE MEMBERS OF**  
**GRYPHON PARTNERS, LLC.**

Pursuant to the authority of Section 608.441 of the Florida Statutes, the undersigned, being the only members of the above Florida limited liability company (the "LLC") hereby takes the following action in writing without a meeting:

RESOLVED: That all actions taken by the members of the LLC in conducting the affairs of the LLC from January 23, 1998 to the present are hereby approved, ratified and confirmed in all respects;

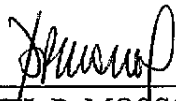
FURTHER RESOLVED: That the LLC is hereby dissolved by the unanimous agreement of all members;


FURTHER RESOLVED: That the members of the LLC are hereby authorized and directed to prepare and file on behalf of the LLC any and all documentation necessary to effectuate the dissolution of the LLC;

FURTHER RESOLVED: That the members of the LLC are hereby authorized and directed to wind up the affairs of the LLC and to distribute all the assets of the LLC in accordance with the terms of the Articles of Organization of the LLC;

FURTHER RESOLVED: That the directors of the LLC be, and they hereby are, authorized and directed to make, execute and deliver or cause to be made, executed and delivered, all such agreements, instruments or other papers, and to do or cause to be done all such acts and things on behalf of the LLC as they may deem necessary or desirable to dissolve, wind up the affairs of and liquidate the LLC;

There being no further business to be taken by the members pursuant to this action without a meeting, the members have signed this action on this 23<sup>rd</sup> day of November, 1998, and this action shall be filed with or otherwise entered on the minutes and appropriate records of the LLC.

  
\_\_\_\_\_  
DANIEL P. MOSSOP  
(Member & Manager)

  
\_\_\_\_\_  
THOMAS S. LIGGETT  
(Member)