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Law Offices

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OF COUNSEL
J. BRUCE IRVING
SENIOR COUNSEL
WM. R. DAWES
(1912 - 1998)

January 3, 2001

Via Federal Express

Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-01/04/01--01039--002
*****55.00 *****55.00

L99-331

Re: Dissolution of BAILEY & HARPER, P.L. and the Filing of
Articles of Organization for BAILEY & DAWES, L.C.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Dissolution for Bailey Harper, P.L. and a check in the amount of \$55.00 for the filing fee and a certified copy

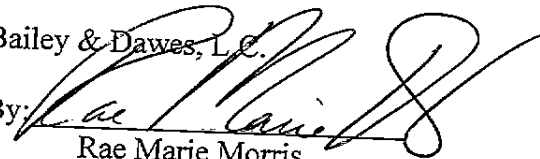
Also enclosed is the original and one copy of the Articles of Organization for Bailey Dawes, L.C. and a check in the amount of \$155.00 for the filing fee and a certified copy

After these documents have been filed please return the certified copies documents in the enclosed FedEx envelope.

If you have any questions please feel free to contact me at the address referenced above. Thank you for your attention to this matter.

Sincerely,

Bailey & Dawes, L.C.

By: 
Rae Marie Morris
Legal Assistant

RM/
Enclosures

01 JAN -4 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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**ARTICLES OF DISSOLUTION FOR A FLORIDA PROFESSIONAL
LIMITED LIABILITY COMPANY**

1. The name of the professional limited liability company is **BAILEY & HARPER, P.L.**
2. The effective date of the professional limited liability company's dissolution is December 31, 2000.
3. A description of the occurrence that resulted in the professional limited liability company's dissolution pursuant to section 608.441, Florida Statutes.

Received written consent from all of the members for the dissolution of the professional limited liability company.

4. **CHECK ONE:**

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

-OR-

Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

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

6. **CHECK ONE:**

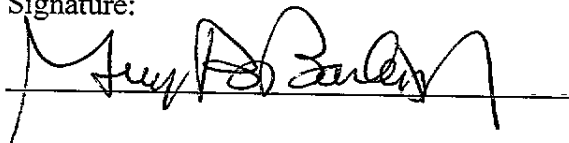
There are no suits pending against the company in any court.

-OR-

Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature:



Typed or Printed Name:

GUY B. BAILEY, JR.

FILED
01 JAN -4 PM 3:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA