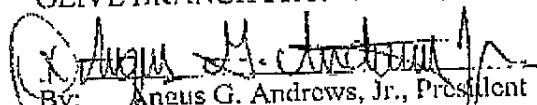


ARTICLES OF DISSOLUTION
FOR
SBDU, L.C.

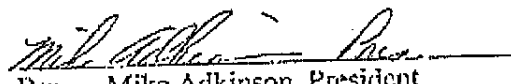
1. The name of the limited liability company is SBDU, L.C.
2. The effective date of the limited liability company's dissolution is December 31, 2001.
3. All debts, obligations and liabilities of the limited liability company have been paid or discharged.
4. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
5. There are no suits pending against the company in any court.

Signed this 31st day of December, 2001.

OLIVE BRANCH PROPERTIES, INC.


By: Angus G. Andrews, Jr., President
Manager/Member (50%)

SEACREST BEACH, DOWN UNDER, INC.


By: Mike Adkinson, President
Member (50%)

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN -3