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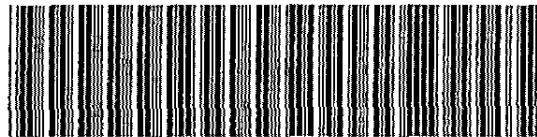
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NA

**JOHN T. PRAHL**

Attorney at Law

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2801 Ponce de Leon Blvd  
Suite 1155  
Coral Gables, FL. 33134

March 31, 2005

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

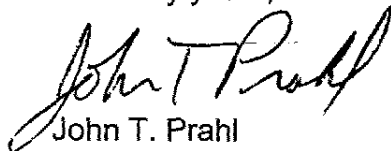
Re: Filing Articles of Dissolution for Palmetto Holding Corp.

Dear Sir:

Enclosed please find the Articles of Dissolution for Palmetto Holding Corp. , along with a check for \$70.00 to cover filing fees and dissolution fees. Please file and return to my office.

If you have any questions, please do not hesitate to call me.

Sincerely yours,

  
John T. Prahl

JTP/hp

Enclosures

C:\Documents and Settings\LETTERS\JTP\Palmetto HoldingDissolution.doc

**ARTICLES OF DISSOLUTION  
PURSUANT TO SECTION 607.1403 OF THE  
FLORIDA GENERAL CORPORATION ACT**

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

**FILED**  
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TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

1. The name of the corporation is: Palmetto Holding Corp.
2. The names and respective addresses of its officers are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
John T. Pahl	President and Director	2801 Ponce de Leon Blvd. #1155 Coral Gables, FL 33134
H. William Pahl	Secretary and Director	2801 Ponce de Leon Blvd. #1155 Coral Gables, FL 33134

3. The names and respective addresses of its directors are:

<u>NAME</u>	<u>ADDRESS</u>
John T. Pahl	2801 Ponce de Leon Blvd. #1155 Coral Gables, FL 33134
H. William Pahl	2801 Ponce de Leon Blvd. #1155 Coral Gables, FL 33134

4. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefor.

5. All remaining property and assets of the corporation have been distributed among the shareholders in accordance with the respective rights and interests.

6. The dissolution is effective upon filing with the Secretary of State.

7. There are no actions pending against the corporation in any court.

DATED this 29 day of March, 2005.

By:

John T. Pahl  
John T. Pahl, President

Attest:

H. William Pahl, III  
H. William Pahl, III, Secretary

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared John T. Pahl, the President and H. William Pahl, III, the Secretary of the above written corporation, who are either personally known or who produced \_\_\_\_\_ and \_\_\_\_\_ as identification and who subscribed the above Articles of Dissolution, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Coral Gables, in said County and State, this 29<sup>th</sup> day of MARCH, 2005.

My Commission Expires:

June 23, 2008

Norma M. Rosenberg  
Notary Public



Norma M. Rosenberg  
My Commission D0628796  
Expires June 23, 2008

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