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DISSOLUTION

PANAMA CITY HOTTEST SUBS MARKETING COOPERATIVE, INC.

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**ARTICLES OF DISSOLUTION
OF
PANAMA CITY HOTTEST SUBS MARKETING COOPERATIVE, INC.**

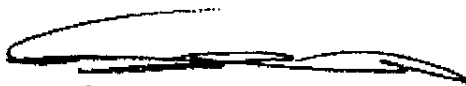
Pursuant to the provisions of Section 617.1403 of the Florida Not For Profit Corporation Act (the "Act"), **PANAMA CITY HOTTEST SUBS MARKETING COOPERATIVE, INC.**, a Florida not for profit corporation (the "**Corporation**"), adopts the following Articles of Dissolution in connection with the voluntary dissolution of the Corporation:

1. **Corporate Name**. The name of the Corporation is Panama City Hottest Subs Marketing Cooperative, Inc.

2. **Authorization of Dissolution**. The Members adopted resolutions to dissolve the Corporation by unanimous written consent dated December 10, 2004 and executed in accordance with Section 617.0701 of the Act.

IN WITNESS WHEREOF, the undersigned officer of the Corporation signs these Articles of Dissolution this December 21, 2004.

**PANAMA CITY HOTTEST SUBS
MARKETING COOPERATIVE, INC.**

By: 
Name: Robin Jorgensen
Title: President

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