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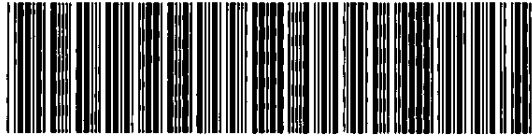
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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

diss.
C.COULLIETTE

MAY 20 2009

EXAMINER

Holland+Knight

Tel 305 374 8500
Fax 305 789 7799

Holland & Knight LLP
701 Brickell Avenue, Suite 3000
Miami, FL 33131-2847
www.hklaw.com

Christopher W. Boyett
305 789 7790
christopher.boyett@hklaw.com

May 13, 2009

Via Federal Express

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

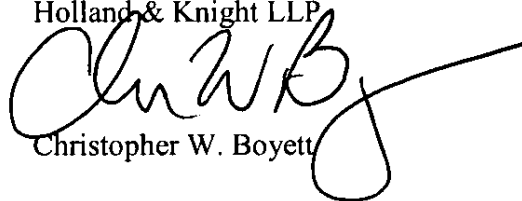
Re: Richard Berndt Memorial Fund, Inc. (the "Corporation")

Dear Sir or Madam:

Please find enclosed for filing Articles of Dissolution with respect to the Corporation. Also enclosed is a check in the amount of \$35 to cover the filing fee. Should you need anything further, please do not hesitate to contact me.

Sincerely yours,

Holland & Knight LLP



Christopher W. Boyett

Enclosures

cc: Margaret N. Berndt (w/o enclosures)
John G. Espinosa (w/o enclosures)

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Articles of Dissolution

of

Richard Berndt Memorial Fund, Inc.

Pursuant to Section 617.1403 of the Florida Statutes, the Richard Berndt Memorial Fund, Inc., a Florida not-for-profit corporation (the "Corporation"), submits the following Articles of Dissolution:

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TALLAHASSEE, FLORIDA

Article I

Name of the Corporation

The name of the Corporation as currently filed with the Florida Department of State is "Richard Berndt Memorial Fund, Inc."

Article II

Filing Date and Document Number of Articles of Organization

The Articles of Incorporation for the Corporation were filed with the Florida Department of State on February 27, 2008 and assigned document number N08000002000.

Article III

Authorization and Approval of Dissolution

The dissolution of the Corporation was authorized and approved by the Written Consent of the Sole Member and the Board of Directors of the Corporation on May 9, 2009, which Written Consent was executed in accordance with Section 617.0701 of the Florida Statutes.

Article IV

Effective Date of Dissolution

Pursuant to Section 617.1403 of the Florida Statutes, the effective date of the dissolution of the Corporation is the date of filing of these Articles of Dissolution with the Florida Department of State.

Signed this 9th day of May, 2009.

Margaret N. Berndt
Margaret N. Berndt, President