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CASE, POMEROY & COMPANY, INC.

521 Fifth Avenue, 36th Floor New York, NY 10175 212 867-2211 Fax 212 682-2353

Adele R. Wailand Vice President, General Counsel & Corporate Secretary Direct Dial 212 984-1652 awailand@casepomeroy.com

May 13, 2004

Florida Department of State Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re:

Twin Oaks Development Corporation Articles of Dissolution

Dear Sirs:

The enclosed **Articles of Dissolution** along with a fee in the amount of \$43.75 for filing and a certified copy are submitted for filing.

Please return the certified copy of the Articles of Dissolution and send any correspondence concerning this matter to the following address:

Adele R. Wailand, Esq. Case Pomeroy & Company, Inc. 521 Fifth Avenue, 36th Floor New York, NY 10175

For further information concerning this matter, please call or email me as follows:

Telephone No.: (212) 984-1652

E-mail: awailand@casepomerov.com

Thank you for your cooperation.

Very truly yours,

Adele R. Wailand

Enclosures ARW:ml

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Department of

State is Twin Oaks Development Corporation.

SECOND: The document number of the corporation is P01000082980.

THIRD: The date dissolution was authorized is May 10, 2004.

FOURTH: Dissolution was approved by the shareholders. The number of votes cast

for dissolution was unanimous and was sufficient for approval.

Signed this 10th day of May, 2004.

TWIN OAKS DEVELOPMENT CORPORATION

Douglas W. McNeill

President