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SECRETARY OF STATE

ALL AHASSEE OF STATE

Rs 7/7/060

ARTICLES OF DISSOLUTION

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

| SECOND: The document number of the corporation (if known): 1050000 44515 THIRD: The date dissolution was authorized: 12/31/05 Effective date of dissolution if applicable: 10/31/05 (no more than 90 days after dissolution file date) FOURTH: Adoption of Dissolution (CHECK ONE) Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval. Dissolution was approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve: The number of votes cast for dissolution was sufficient for approval by SHAREHOLDERS | |
|--|------------|
| THIRD: The date dissolution was authorized: 12/31/05 Effective date of dissolution if applicable: 12/31/05 (no more than 90 days after dissolution file date) FOURTH: Adoption of Dissolution (CHECK ONE) Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval. | |
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| The number of votes cast for dissolution was sufficient for approval by | |
| AN E | } |
| SHAREHOLDERS (voting group) | |
| Signature: (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary) (Typed or printed name of person signing) | ~ ~ |
| (Title of person signing) | |

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS

THAT Jerry Wilson has made, constituted and appointed, and by these presents does make, constitute and appoint Brian Wilson true and lawful attorney for Jerry Wilson and in his name, place and stead giving and granting unto his said attorney the power and authority to do and perform all and every act and thing whatsoever requisite and necessary to refinance, mortgage, list, sell and convey or handle payments of the real properties owned by Jerry Wilson or Wilco Land Development, Inc., as fully, to all intents and purposes, as I might or could do if personally present, with full power of substitution and revocation, including but not limited to the ability to Conduct any Banking Transaction, Business transaction or Real Estate Transaction, including but not limited to, the power to list, sell, convey and close said properties situated in Florida hereby ratifying and confirming all that his said attorney or his