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January 11, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

FILED
00 JAN 20 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Dissolution of R.E.M. Homes Corporation

Dear Sirs:

Enclosed please find the Articles of Dissolution for the above identified Corporation, and a check in the amount of \$35.00 for the filing fee.

Please direct any questions and your response to the following address: Hill & Company, CPA, P.A., 1318 Lafayette Street, Cape Coral, Florida 33904.

Thank you.

Thomas W Hill

Thomas W. Hill
Hill & Company, CPA, P.A.

Enclosures

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V. SHEPARD JAN 27 2000

ARTICLES OF DISSOLUTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: R.E.M. Homes Corporation

SECOND: The date dissolution was authorized: 9/1/99

THIRD: 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 vote of 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

(voting group)

Signed this 11th day of January, 2000.

Signature Thomas W Hill
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Thomas W. Hill
(Typed or printed name)

Sole Director
(Title)