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DISSOLUTION OR WITHDRAWAL  
BAY POWER HOLDINGS, INC.

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BAY POWER HOLDINGS, INC.

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Articles of Dissolution

Pursuant to Section 607.1403, Florida Statutes, Bay Power Holdings, Inc., a Florida corporation (the "Corporation"), hereby submits these Articles of Dissolution for filing with the Florida Department of State.

ARTICLE I

Name of Corporation. The name of the Corporation is:

Bay Power Holdings, Inc.

ARTICLE II

Date of Dissolution. The date the dissolution was authorized was December 31, 2005.

ARTICLE III

Shareholder Approval. The dissolution was approved by the shareholders of the Corporation, by which the number of votes cast for dissolution was sufficient for approval.

ARTICLE IV

Shareholder Voting Groups. The dissolution approval by vote of the shareholders of the Corporation through voting groups was not required.

Dated December 31, 2005.

BAY POWER HOLDINGS, INC.

By: 

Erik L. Blomqvist, Vice President