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LAW OFFICES

McCONNAUGHAY, DUFFY, COONROD, POPE & WEAVER, P. A.

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P. O. DRAWER 229

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TELEPHONE: 850-222-8121

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August 31, 1998

RENEE M. ARMBRUSTER
JANA M. BLACK
JACQUELINE L. BLANTON
ELIZABETH F. CAMPO
R. STEPHEN COONROD
MICHAEL C. CRUMPLER
LAURIE T. DODSON
BRIAN S. DUFFY
SUSAN L. FARA
WALLACE W. HARDY
TRACEY J. HYDE
MARY E. INGLEY
KATHRYN L. JOHNSON
MONETT B. KENT

SUSAN N. MARKS
JAMES N. McCONNAUGHAY
WM. JEMISON MIMS, JR.
ROBERT D. POPE
KYLE L. REDFEARN
JEFFREY R. RICHARDSON
MICHAEL J. RUDICELL
ERIC D. SCHURGER
E. LOUIS STERN
SARAH MEYER STOKES
M. HEMMERLY THOMAS
MARY LALLEY WAKEMAN
PATRICK E. WEAVER

HAND DELIVERY

Division of Corporations
Secretary of State
State of Florida
Tallahassee, Florida

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-09/01/98--01069--011
*****35.00 *****35.00

RE: Electronic Legal Publishing, Inc.

Dear Sir or Madam:

Enclosed are original Written Consent of Dissolution,
Articles of Dissolution, and Plan of Complete Liquidation
relating to the above referenced corporation for filing.

Please advise if additional information is needed in order
to dissolve this corporation.

Sincerely,

James N. McConnaughay
James N. McConnaughay

JNM:csj
Enclosures

FILED
RECEIVED
SEP - 1 PM 3:30 98 SEP - 1 PM 2:55
DEPARTMENT OF STATE
SECRETARY OF STATE DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dissolution

See 9/2

316 SOUTH BAYLEN STREET, SUITE 500
P. O. BOX 19370
PENSACOLA, FLORIDA 32591-3570
TELEPHONE: 850-434-7122
TELECOPIER: 850-435-0924

825 JENKS AVENUE
P. O. BOX 2551
PANAMA CITY, FLORIDA 32402
TELEPHONE: 850-784-2599
TELECOPIER: 850-769-5461

8381 DIX ELLIS TRAIL
SUITE 100
JACKSONVILLE, FLORIDA 32256
TELEPHONE: 904-363-1930
TELECOPIER: 904-363-1510

1800 SECOND STREET
SUITE 954
SARASOTA, FLORIDA 34236
TELEPHONE: 941-955-6141
TELECOPIER: 941-955-6244

ARTICLES OF DISSOLUTION

FILED
98 SEP -1 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of this corporation is Electronic Legal Publishing, Inc.

SECOND: Dissolution was authorized on August 30, 1998.

THIRD: Adoption of Dissolution:

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 19 day of AUGUST, 1998.

Signature



James N. McConnaughay

President

PLAN OF COMPLETE LIQUIDATION

The following plan is adopted by the Board of Directors, Electronic Legal Publishing, Inc., for the complete liquidation of assets:

1. Pay corporate obligations and liabilities.
2. Except as herein provided, Board of Director/shareholder Rick Wheeler shall be entitled to the remaining assets of the corporation including a \$10,000 payment from the Florida Workers' Compensation Institute Annual Conference. Said asset amount shall be net of any corporate obligations and liabilities. All corporate directors and shareholders agree that any sums due Electronic Legal Publishing, Inc. and its directors and shareholders individually from the Florida Workers' Compensation Institute or said institute's individual Board members shall be extinguished and fully satisfied by the payment of \$10,000. On behalf of the corporation, director/shareholder Rick Wheeler will file the necessary tax returns evidencing the corporation's dissolution and liquidation.
3. The data and software for the workers' compensation caselaw summary shall be the property of director and shareholder James N. McConnaughay. Rick Wheeler shall provide to James N. McConnaughay all information pertaining to such software/data bank including, but not limited to user manuals and systems documentation; training manuals; descriptive information and materials; and any other materials prepared in connection with any software design, modification, enhancement or update; any materials pertaining to the features, use functioning and operation of the software; any materials pertaining to ad hoc reporting; any materials pertaining to the database design, layout, and implementation; any error logs and change management logs; any data dictionaries and code tables; implementation plans and other documentation developed in connection with software installation planning; acceptance or other test plans and documentation; source codes; and object codes.

Rick Wheeler will not use the data contained in the caselaw summary for any purpose and James N. McConnaughay or J. David Parrish will not be responsible for upholding or updating any agreements that the corporation or Rick Wheeler or any business entities Rick Wheeler is a part of or associated with.

This Plan is considered adopted by way of resolution this 19 day of AUGUST, 1998.


RICK WHEELER


J. DAVID PARRISH


JAMES N. McCONNAUGHAY

**WRITTEN CONSENT OF THE BOARD OF DIRECTORS AND
SHAREHOLDERS OF ELECTRONIC LEGAL PUBLISHING,
INC.**

August 30, 1998

We, the undersigned, being all the Directors of Electronic Legal Publishing Inc. (hereafter the "Corporation"), do hereby consent to and approve the following written consent to action, which shall be treated for all purposes as resolutions at a meeting of the Board of Directors of the Corporation:

WHEREAS, the Board of Directors and shareholders believe that it is in the best interests of the Corporation to dissolve; and

WHEREAS, prior to the date hereof, the Board of Directors and shareholders reviewed the company's books and records, evaluated its assets and liabilities, and disposed of assets and paid corporate obligations in an orderly fashion;


NOW THEREFORE, BE IT

RESOLVED, that the Board does hereby recommend that the Corporation be dissolved pursuant to the terms of the Plan of Complete Liquidation attached hereto:


RESOLVED FURTHER, that the question of such dissolution and adoption of said Plan of Complete Liquidation is herewith approved by the shareholders.

RESOLVED FURTHER, that the parties to this agreement are authorized to execute articles of dissolution and such other documents as may be necessary or appropriate to complete the dissolution of the Corporation pursuant to the attached Plan of Complete Liquidation.

IN WITNESS WHEREOF, the undersigned, being all of the Directors of the Corporation, have hereunto set their hands and seals as of this 19 day of AUGUST, 1998.



RICK WHEELER



J. DAVID PARRISH



JAMES N. McCONNAUGHAY

STATE OF FLORIDA

COUNTY OF Orange

BEFORE ME, the undersigned authority, personally appeared RICK WHEELER,
personally known to me or who produced _____ as
identification and who executed the foregoing for the purposes therein expressed on this 17
day of August, 1998.


NOTARY PUBLIC

My Commission expires:



MELISSA M. CORAH
Notary Public, State of Florida
My Comm. Exp. Apr. 26, 2002
Comm. No. CC 718400

STATE OF FLORIDA

COUNTY OF Orange

BEFORE ME, the undersigned authority, personally appeared J. DAVID PARRISH,
personally known to me or who produced _____ as
identification and who executed the foregoing for the purposes therein expressed on this 17th
day of August, 1998.


NOTARY PUBLIC

My Commission expires:



MELISSA M. CORAH
Notary Public, State of Florida
My Comm. Exp. Apr. 26, 2002
Comm. No. CC 718400

STATE OF FLORIDA

COUNTY OF LEON

BEFORE ME, the undersigned authority, personally appeared JAMES N. McCONNAUGHHA Y, personally known to me or who produced _____ as identification and who executed the foregoing for the purposes therein expressed on this 19 day of August, 1998.

Cathy S. Johnston
NOTARY PUBLIC

My Commission expires:



Cathy S. Johnston
MY COMMISSION # CC718816 EXPIRES
May 13, 2002
BONDED THRU TROY FA'N INSURANCE, INC.