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LAW OFFICES OF
BAXTER, STROHAUER & MANNION, P.A.

FIRST NATIONAL BANK OF FLORIDA BUILDING, SUITE 300
1150 CLEVELAND STREET
CLEARWATER, FL 33755

January 11, 2000

JAMES A. BAXTER
GARY N. STROHAUER
ELIZABETH R. MANNION

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FAX (727) 447-6899
EMAIL: lawyer@baxstroh.com

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

700003538597--3
-01/16/01--01114--007
*****43.75 *****43.75

Re: Silverthorn Country Club, Inc.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Dissolution for the above-named Florida corporation. Also enclosed is our firm's check in the amount of \$43.75 representing payment of the following:

Filing fee \$35.00
Certified Copy fee 8.75

Please file the enclosed Articles of Dissolution and return a certified copy to the undersigned.

Very truly yours,

BAXTER, STROHAUER & MANNION, P.A.

Gary Strohauser
Gary N. Strohauser (kc)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 16 AM 11:17

GNS/kc
Enclosures

corp/silver/let/secstate

Voldis


V SHEPARD JAN 19 2001

ARTICLES OF DISSOLUTION OF
SILVERTHORN COUNTRY CLUB, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 16 AM 11:17

1. The name of the corporation is Silverthorn Country Club, Inc.
2. The date dissolution was authorized is December 31, 2000.
3. Adoption of dissolution was approved by the action of its sole shareholder, Scarborough Constructors, Inc. without a meeting pursuant to Florida Statute 607.0704.
4. The effective date of these Articles of Dissolution is December 31, 2000.

EXECUTED this 31st day of December, 2000.

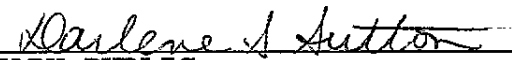

FREDERICK H. BURCAW,
Chairman of the Board of
Directors and President

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 5th
day of January, 2001, by Frederick H. Burcaw, Chairman of the
Board and President of Silverthorn Country Club, Inc.



Darlene S. Sutton
MY COMMISSION # CC815922 EXPIRES
June 5, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


NOTARY PUBLIC
My Commission Expires:

Personally known or Produced identification _____
Type of identification produced _____

CONSENT AND JOINDER OF SOLE SHAREHOLDER

The undersigned certifies that it is the sole shareholder of Silverthorn Country Club, Inc. and that it joins in and consents to the adoption and filing of Articles of Dissolution which are appended hereto of Silverthorn Country Club, Inc.

Dated this 31st day of December, 2000.

SCARBOROUGH CONSTRUCTORS, INC.

By *Frederick H. Burcaw*
Frederick H. Burcaw, President

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 5th day of January 2001, by Frederick H. Burcaw, President of Scarborough Constructors, Inc.



Darlene S. Sutton
MY COMMISSION # CC815922 EXPIRES
June 5, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Darlene S. Sutton
NOTARY PUBLIC
My Commission Expires:

Personally known ✓ or Produced identification _____
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