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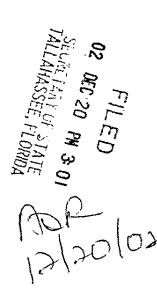


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RECEIVEL OR DE 18 DIVISION OF CORFORATION



KATZ, KUTTER, ALDERMAN, BRYANT & YON

PROFESSIONAL ASSOCIATION

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Reply to: Tallahassee Office

December 20, 2002

VIA HAND DELIVERY

Florida Secretary of State Division of Corporations

Re: Southeastern Holding Corporation - Articles of Dissolution

Enclosed for filing are original Articles of Dissolution for Southeastern Holding Corporation. Also enclosed is a check for \$35.00 for filing fees.

Very truly yours,

Paul A. Zeigler

Enclosure

cc: Michael O'Shea, Esq.

ARTICLES OF DISSOLUTION 02 FILED OF SOUTHEASTERN HOLDING CORPORATION 20 PH 3.

Pursuant to section 607.1403, Florida Statutes, Southeastern Holding Corporation, a Florida for profit corporation adopts the following Articles of Dissolution:

- 1. The name of the corporation is SOUTHEASTERN HOLDING CORPORATION (FEIN 65-00661589).
- 2. On December 12, 2002, the Board of Directors unanimously recommended dissolution of the corporation.
 - 3. On December 12, 2002, the sole Shareholder consented to the dissolution

WHEREFORE, the sole Shareholder of the corporation hereby executes these Articles of Dissolution.

Signed this 12th day of December 2002.

STAR INSURANCE COMPANY

By: Michael G. Costello

Its: Senior Vice President, Secretary and General Counsel