

Division of Corporations

Fax Number

: (850)205-0380

From:

: PIPER MARBURY RUDNICK & WOLFE Account Name

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## DISSOLUTION OR WITHDRAWAL

FRP ACQUISITION CORP.

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## ARTICLES OF DISSOLUTION

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

FIRST:	The name of the corporation as currently filed with the Florida Department of State:  FRP Acquisition Corp.		
SECOND:	The document number of the corporation (if known): P97000075424		
THIRD:	The date dissolution was authorized: April 7, 2006		
	Effective date of dissolution if applicable: Upon filling of Articles of Dissolution.  (no more than 90 days after dissolution file date)		
FOURTH:	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 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		
	Dissolution approved by Sole Shareholder.		
	Dissolution approved by Sole Shareholder.  (voting group)  Signature:		
;			
	(By a director, president or other other—If directors or officers have not been selected, by an incorporator—if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)		
	John T. Diamandis		
	(Typed or printed name of person signing)		
	President and Sole Shareholder		
	(Title of person signing)		

Filing Fee: \$35

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