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DISSOLUTION

GRIFFIN HOLDING COMPANY II, INC.

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1/31/2002

FAX AUDIT #H02-27080

ARTICLES OF DISSOLUTION OF GRIFFIN HOLDING COMPANY II, INC.

Pursuant to Section 607.1403 of the Florida General Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

- 1. The name of the Corporation is Griffin Holding Company II, Inc.
- 2. Pursuant to Section 607.0704, Florida Statutes, the Corporation elected to dissolve by written consent of its sole Stockholder, a number sufficient for approval, effective January 17, 2002. Voting by voting groups was not required.

DATED: YMUNY 28 2002

GRIFFIN HOLDING COMPANY II, INC.

William D. Griffin, President

Prepared by: W. Lee McGinness, Esq. 1800 Second Street, Suite 971 Sarasota, FL 34236 (941) 954-8788 Atty #0520550

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