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DISSOLUTION

PEMBROKE MANAGING AGENTS, INC.

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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 is Pembroke Managing Agents, Inc.

SECOND: The date dissolution was authorized is August 27, 2003.

THIRD: Dissolution was approved by the shareholder by written consent of the shareholders pursuant to sections 607.0704 and 607.1402(6), Florida Statutes. 100% of the votes were cast for dissolution. The number of votes cast for dissolution was sufficient for approval.

Signed this 27th day of August, 2003.

PEMBROKE MANAGING AGENTS, INC.



Name: Diana J. Davies
Title: Vice President

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