

P98000016976

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vo/dis

*VS
10/12*

MILLER, HAMILTON, SNIDER & ODOM, L.L.C.

ATTORNEYS AND COUNSELLORS AT LAW

254 STATE STREET
MOBILE, ALABAMA 36603

POST OFFICE BOX 46
MOBILE, ALABAMA 36601

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RYAN M. ADAY
T. SCOTT KELLY
MICHAEL A. WHITE
EDWARD B. HOLZWANGER
M. BRANDON MEADOWS
JAMES E. MURRILL, JR.

GEORGE A. LEMAISTRE, DECEASED
(1911 - 1994)

LEWIS G. ODOM, JR., RETIRED

OF COUNSEL
BEVERLY P. HEAD, III

September 30, 2004

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*NOT ADMITTED IN ALABAMA

ATTORNEYS ALSO ADMITTED IN ARKANSAS, DISTRICT OF COLUMBIA, FLORIDA,
GEORGIA, ILLINOIS, LOUISIANA, NEW YORK AND VIRGINIA

VIA FEDERAL EXPRESS

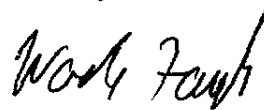
The Amendment Section
Division of Corporations
Florida Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32399

**Re: Dissolution of CB Escrow Services, Inc.
Document No.: P98000016976**

To Whom It May Concern:

The enclosed Articles of Dissolution for CB Escrow Services, Inc. are submitted for filing. Please return all correspondence concerning this matter to the following: H. Wade Faulkner, Jr., P.O. Box 46, Mobile, Alabama 36601. For further information concerning this matter, please call me at (251) 439-7571. Enclosed is a check in the amount of \$52.50 representing the filing fee for the Articles of Dissolution, request for a Certificate of Status and a certified copy.

Sincerely,



H. Wade Faulkner, Jr.

Enclosures

HWF:jam

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ARTICLES OF DISSOLUTION

04 OCT -5 AM 11:04

PURSUANT TO SECTION 607.1403 OF THE
FLORIDA BUSINESS CORPORATION ACT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

CB ESCROW SERVICES, INC.

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

ARTICLE I: The name of the Corporation is CB Escrow Services, Inc. (herein sometimes called the "Corporation").

ARTICLE II: The document number of the Corporation is as follows:
P98000016976.

ARTICLE III: The dissolution of the Corporation was authorized and approved by unanimous written consent of all shareholders on the 31st day of August, 2004, a copy of which consent is attached hereto.


ARTICLE IV: The dissolution was authorized by the Board of Directors and shareholder of the Corporation, in accordance with Section 607.1402, Florida Business Corporations Act.

ARTICLE V: All debts, obligations and liabilities of the Corporation have been paid and discharged, or adequate provision has been made therefore.

ARTICLE VI: There are no suits pending against the Corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgement, order or decree which may be entered against it.

Executed this 31st day of August, 2004.

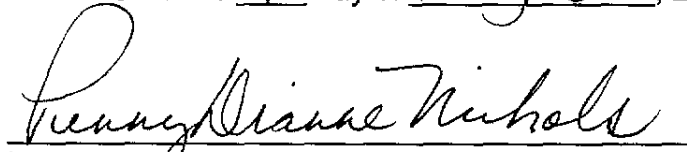
CB ESCROW SERVICES, INC.


By: W. Flake Oakley
Its: Chairman of the Board

STATE OF ALABAMA
COUNTY OF MONTGOMERY

I, a Notary Public in and for said State and County, hereby certify that **W. Flake Oakley**, whose name as Chairman of the Board of CB Escrow Services, Inc., a corporation, is signed to the foregoing Articles of Dissolution, and who is known to me, acknowledged before me on this day, that being informed of the contents of the said Articles of Dissolution, such person, as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation, acting as Chairman as aforesaid.

Given under my hand and notarial seal this 31st day of August, 2004.


NOTARY PUBLIC

{Affix Notarial Seal}

My Commission Expires:

5/1/2007

This instrument prepared by:

H. Wade Faulkner, Jr., Esq.
Miller, Hamilton, Snider & Odom, LLC
P.O. Box 46
Mobile, Alabama 36601
(334) 432-1414

**UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF
CB ESCROW SERVICES, INC.
REGARDING MEETING TO DISSOLVE CORPORATION**

Pursuant to Section 607.0821 of the Florida Business Corporation Act, the undersigned, being all of the Directors of CB Escrow Services, Inc. (the "Corporation") hereby waive notice of a meeting, consent to and adopt the following resolution as the action of the Board of Directors of the Corporation (the "Board"), such action being taken without prior written notice and without a vote, in lieu of a meeting, and hereby direct that this written consent to such action be filed with the minutes of the proceedings of the Board:

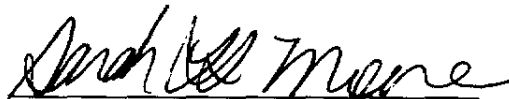
WHEREAS, W. Flake Oakley, Sarah H. Moore, and Linda Green, the members of the Board of Directors of the Corporation, have unanimously determined that it is in the best interest of the Corporation that it be dissolved.


NOW THEREFORE BE IT RESOLVED, that the Corporation should be dissolved pursuant to Section 607.1402 of the Florida Business Corporation Act; and

RESOLVED FURTHER, that the Board recommends to the shareholder of the Corporation that the Corporation should be dissolved.

Done this 31st day of August, 2004.


W. Flake Oakley


Sarah H. Moore


Linda Green

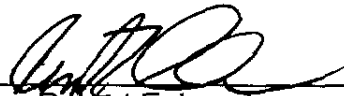
**WRITTEN CONSENT OF
THE SOLE SHAREHOLDER OF
CB ESCROW SERVICES, INC.**

The undersigned, Colonial Bank, N.A., being the sole shareholder of CB Escrow Services, Inc., hereby adopts the following resolution by written consent, such action being taken without prior notice and without a vote, in lieu of a meeting of the shareholder:

RESOLVED, that the resolution of the Board of Directors of CB Escrow Services, Inc. to dissolve said Corporation is hereby authorized and approved.

Done this 31st day of August, 2004.

COLONIAL BANK, N.A.


By: Robert E. Lowder
Its: Chairman of the Board
and Chief Executive Officer