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17-31-05

DISSOLUTION

BANKSIDE SERVICES (AMERICAS), INC.

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ARTICLES OF DISSOLUTION

OF

BANKSIDE SERVICES (AMERICAS), INC. EFFETTE UNE 7-31-05

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Statutes, the undersigned, Bankside Services (Americas), Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

- 1. The name of the Corporation is: Bankside Services (Americas), Inc.
- 2. The dissolution of the Corporation was authorized and approved by the members of the Board of Directors of the Corporation dated June 10, 2005, and by written consent of the sole shareholder of the Corporation dated June 10, 2005, pursuant to Sections 607.1402, 607.0704 and 607.0821 of the Florida Statutes.
 - 3. The shareholder vote cast in favor of dissolution was sufficient for approval.
 - 4. The effective date of dissolution is July 31, 2005.

Dated: June 10, 2005

BANKSIDE SERVICES (AMERICAS), INC.

Name: David James Win

Title: DIRECTOR

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EXHIBIT A

Plan of Liquidation

- This Corporation shall be dissolved and liquidated on July 31, 2005.
- 2. Upon the adoption of this Plan of Liquidation by the members of the Board of Directors and the sole shareholder, the proper officer of the Corporation shall execute and file Articles of Dissolution with the Florida Secretary of State.
- 3. All debts, liabilities and obligations of this Corporation shall be paid and discharged, or adequate provision made for payment or satisfaction thereof, and all of the remaining assets and property of this Corporation, if any, shall be distributed to the sole shareholder. The proper officers of this Corporation shall execute, endorse and deliver all assignments, powers, deeds, bills of sale and documents of conveyance or other documents and take all actions necessary to effect the dissolution and liquidation of the Corporation.