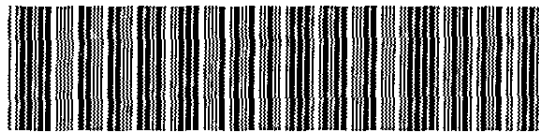


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Lanning Brothers Landscaping Inc.  
9532 Towsona Lane  
Port Richey, FL 34668



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V SHEPARD MAR 26 2003

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is: LAWING BROTHERS LANDSCAPING, INC.

SECOND: The date dissolution was authorized: JAN 1, 2003

THIRD: 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 vote 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

\_\_\_\_\_  
(voting group)

Signed this 07TH day of FEBRUARY, 2003.

Signature

Carl D. Lawing Jr.

(By the Chairman or Vice Chairman of the Board, President, or other officer)

CARL D. LAWING, JR.  
(Typed or printed name)

PRESIDENT

(Title)