

FRANKLIN H. WATSON, P.A.

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ADMITTED IN
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P 99000013707

April 11, 2000

FL Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-04/13/00--01132--002
*****35.00 *****35.00

SUBJECT: Articles of Dissolution, **WALCORP, INC.**

Enclosed is an original and one (1) copy of the Articles of Dissolution and a check in the amount of \$35.00 for the filing fee.

If you have any questions or require any additional information, please do not hesitate to contact me at (850) 231-3465.

FRANKLIN H. WATSON, P.A.
5365 E. Highway 30-A, Suite 105
Seagrove Beach, FL 32459
Phone: 850-231-3465

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4-20-00
PWS

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WALCORP, INC.

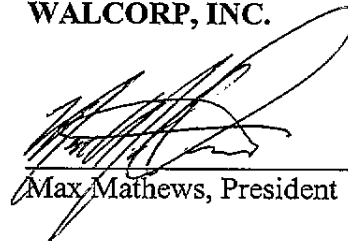
ARTICLES OF DISSOLUTION

WALCORP, INC., a Florida Corporation, executes the following articles of dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

- First: The name of the corporation is **WALCORP, INC** ("the company").
Document number of the corporation is P99000013707.
- Second: The shareholders of the company approved the dissolution of the company on April 11th, 2000.
- Third: The number of votes cast by the shareholders of the company for dissolution was sufficient for approval of that action.

EXECUTED: April 11th, 2000.

WALCORP, INC.



Max Mathews, President