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ATTORNEYS AT LAW P.A.
233 S. WOODLAND AVE.
DELAND FLA 32731-0459
PHONE 386-738-0424

**ARTICLES OF DISSOLUTION
OF
BRANDYWINE TENNIS & HEALTH CLUB, INC.**

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving:

1. The name of the Corporation is BRANDYWINE TENNIS & HEALTH CLUB, INC.

2. The names and respective addresses of the Corporation's Officers are:

- A. Richard A. Aubin, President 913-262-7308
6180 W. 61st Street
Mission, Kansas 66202
- B. Richard Aubin, Vice President
775 Lancaster Road
DeLand, FL 32720
- C. Jennifer Aubin, Vice President
775 Lancaster Road
DeLand, FL 32720
- D. Robert Aubin, Secretary
91 Old Sawmill Road
Londonberry, VT 05148

3. The name and respective address of the Corporation's Director is:

- A. Richard A. Aubin
6180 W. 61st Street
Mission, Kansas 66202

4. The Corporation's Board of Directors has recommended dissolving the Corporation to the shareholder.

5. The shareholder of the Corporation is Richard A. Aubin, 6180 W. 61st Street, Mission, Kansas 66202

6. All of the shareholders have voted to dissolve the Corporation as evidenced by the Waiver and Consent to Dissolve below.

7. All debts, obligations and liabilities of the Corporation have been paid, discharged, or adequate provision has been made therefor.

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8. All remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests.

9. There are no suits pending against the Corporation in any court.

Adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against it in any pending suit.

Dated this 23 day of Jan, 2006.

BRANDYWINE TENNIS & HEALTH
CLUB, INC.

By: Richard A. Aubin
Richard A. Aubin, as President

WAIVER AND CONSENT

The undersigned, being the sole shareholder of BRANDYWINE TENNIS & HEALTH CLUB, INC., hereby waives any required notice of a shareholders' meeting and hereby consents to the dissolution of BRANDYWINE TENNIS & HEALTH CLUB, INC.

Richard A. Aubin
RICHARD A. AUBIN