

**SHELL, FLEMING, DAVIS & MENGE**  
ATTORNEYS AT LAW

THURSTON A. SHELL  
FLETCHER FLEMING  
ROLLIN D. DAVIS, JR.  
Board Certified Real Estate Lawyer  
M. J. MENGE  
DANNY L. KEPNER  
Board Certified Civil Trial Lawyer  
CHARLES L. HOFFMAN, JR.  
STEPHEN B. SHELL  
MAUREEN DUIGNAN  
Board Certified Criminal Trial Lawyer  
Also Licensed In New York  
JAN SHACKELFORD  
PAUL W. GROOM II  
JOHN B. TRAWICK  
BRADEN K. BALL, JR.  
THOMAS J. GILLIAM, JR.

STEPHEN B. SHELL  
TELEPHONE • (850) 434-2411 ext. 110  
FACSIMILE • (850) 435-1074

226 PALAFOX PLACE  
NINTH FLOOR, SEVILLE TOWER  
PENSACOLA, FLORIDA 32501

MAIL TO:  
POST OFFICE BOX 1831  
PENSACOLA, FLORIDA 32598-1831

January 18, 1999

**552291**

Corporate Records Bureau  
Division of Corporations  
Attention: Amendments Department  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

300002749493--6  
-01/21/99--01056--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: **Parasol Development of Perdido Key, Inc.**

Dear Ladies and Gentlemen:

Enclosed please find Articles of Dissolution of Parasol Development of Perdido Key, Inc. to be filed with your office along with our check in the amount of \$35.00 for the required filing fee. Please provide the undersigned with confirmation of the dissolution of this corporation.

If you should have any questions, please do not hesitate to call. I appreciate your assistance in this matter.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE

*Pamela J. Henry*

Pamela J. Henry  
Secretary to Stephen B. Shell

*Diss  
1-27-99  
PMS*

:pjh  
Enclosures  
B724-15944

**FILED**  
99 JAN 21 PM 12:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF DISSOLUTION

### OF

### PARASOL DEVELOPMENT OF PERDIDO KEY, INC.

- I. The name of this Corporation is Parasol Development of Perdido Key, Inc. which was duly incorporated on May 14, 1991, by the State of Florida.
- II. The name, title and post office address of each of the officers of the Corporation are as follows:

President, Secretary and Treasurer

Charles V. Welden, III  
P.O. Box 55465  
Birmingham, Al 35255

Vice-President and Assistant Secretary

Peter W. Field  
P.O. Box 55465  
Birmingham, AL 35255

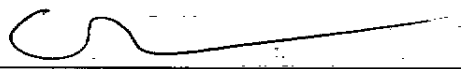
- III The name and post office address of each of the directors of the Corporation are as follows:

Peter W. Field  
Charles V. Welden, III  
P.O. Box 55465  
Birmingham, AL 35255

- IV All debts, obligations and liabilities of this Corporation have been paid or discharged.
- IV. All the remaining property, cash and assets of the Corporation have been distributed among its shareholders to their respective rights and interests.
- V. There are no actions pending against the Corporation.

**FILED**  
99 JAN 21 PM 12:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of  
Dissolution on November 30, 1998 in Jefferson County, Alabama.

  
Charles V. Welden, III, President

ATTEST:

  
Peter W. Field, Assistant Secretary

STATE OF ALABAMA  
COUNTY OF JEFFERSON

Before me personally appeared Charles V. Welden, III and Peter W. Field, known  
to me and known by me to be the persons who executed the foregoing Articles of  
Dissolution, and they acknowledged before me that they executed these Articles of  
Dissolution of Parasol Development of Perdido Key, Inc., on behalf of the corporation.

  
Notary Public

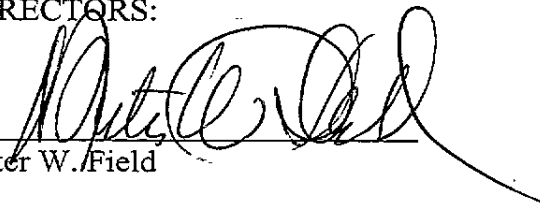
My commission expires: 9/7/99


**UNANIMOUS WRITTEN CONSENT OF  
DIRECTORS AND SHAREHOLDERS**

The undersigned, being the sole directors and shareholders of Parasol Development of Perdido Key, Inc., hereby consent to the filing of the Articles of Dissolution to which this Consent is attached.

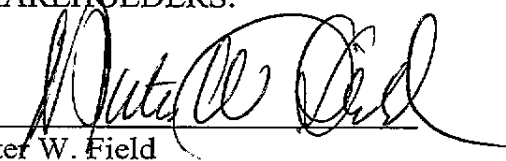
EXECUTED this 30<sup>th</sup> day of November, 1998.

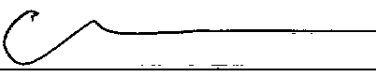
**DIRECTORS:**


  
Peter W. Field


  
Charles V. Welden, III

**SHAREHOLDERS:**

  
Peter W. Field

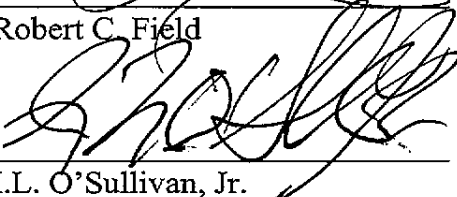
  
Charles V. Welden, III

  
William B. Welden, Sr.

  
Charles V. Welden, Jr.

  
Robert C. Field

  
W. Edgar Welden

  
L.L. O'Sullivan, Jr.