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December 21, 1998

VIA FEDERAL EXPRESS

Florida Department of State
Division Of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-12/31/98-01049-006
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

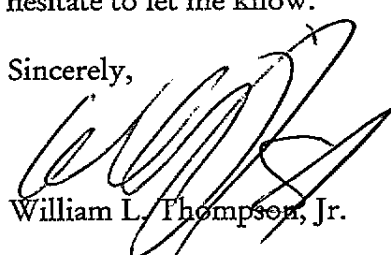
RE: Articles of Dissolution
Magnolia Casket Company

Dear Sir/Madam:

We have enclosed for filing Articles of Dissolution for the above-referenced matter. Also enclosed is our check in the amount of \$43.75 to cover the filing fees and certified copy.

If you need anything further, please do not hesitate to let me know.

Sincerely,


William L. Thompson, Jr.

WLT:bdg

Enclosures
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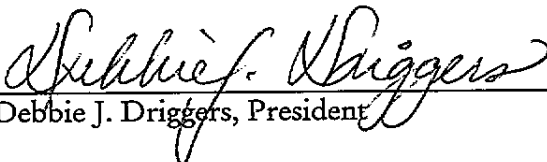
ARTICLES OF DISSOLUTION
OF
MAGNOLIA CASKET COMPANY

FILED
98 DEC 31 PM 4: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, of the Florida Business Corporation Act, this corporation hereby adopts the following Articles of Dissolution and submits the Articles of Dissolution to the Secretary of State of Florida.

1. The name of the corporation is "Magnolia Casket Company".
2. The date the dissolution was authorized was December 21, 1998.
3. The dissolution was approved by all shareholders of this corporation.
4. The corporation shall be dissolved effective December 31, 1998.

IN WITNESS WHEREOF, the undersigned President of this corporation, being a natural person confident to contract, has hereunto set his/her hand and seal this 21st day of December, 1998.


Debbie J. Driggers, President

STATE OF FLORIDA
COUNTY OF DUVAL

Before me the undersigned authority personally appeared Debbie J. Driggers, as President of Magnolia Casket Company, a Florida corporation, who is personally known to me or has produced _____ as identification and who executed the foregoing on behalf of the corporation.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this 21st day of December, 1998.



WILLIAM L. THOMPSON, JR.
My Comm. Exp. Sept. 11, 1999
Comm. No. CC 479758
Bonded thru Pichard Ins. Agcy.


Notary Public

Print Name: William L. Thompson, Jr.
Commission No. CC 479758
My Commission Expires: 9/11/99

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