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NEILL, GRIFFIN, JEFFRIES, FOWLER, TIERNEY & NEILL

CHARTERED

311 SOUTH SECOND STREET  
FORT PIERCE, FLORIDA 34950

RICHARD V. NEILL  
CHESTER B. GRIFFIN  
MICHAEL JEFFRIES  
MICHAEL D. FOWLER  
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May 18, 1998

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

400002530144--7  
-05/20/98--01057--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Delta Caretaking, Inc.

Gentlemen:

Enclosed herein please find Articles of Dissolution and the Consent by Shareholders of Delta Caretaking, Inc. Also enclosed is a check in the amount of \$35.00 for the filing fees.

Very truly yours,

J. Stephen Tierney, III

JST/bj  
enclosure

cc: Mr. Paul Driscoll (via fax)

FILED  
98 MAY 20 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dissolution

Dec  
5/28

ARTICLES OF DISSOLUTION

PURSUANT TO

SECTION 607.1403 OF THE FLORIDA STATUTES

FILED  
98 MAY 20 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is DELTA CARETAKING, INC.

2. Dissolution of the Corporation was authorized. Dissolution of the corporation was approved by the shareholders and the number of votes cast for dissolution was unanimous and sufficient for approval.

3. There is no requirement for voting by voting groups as there is but one class of stock for the corporation being the common stock which approved the dissolution unanimously.

Dated this 11 day of May, 1998.

DELTA CARETAKING, INC.

BY: Paul J. Driscoll  
Paul J. Driscoll, President

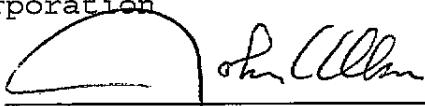
CONSENT BY SHAREHOLDERS

The undersigned begin 100% of the Shareholders of Florida Delta Caretaking, Inc. and constituting all of the directors of Delta Caretaking, Inc., pursuant to Florida Statute 607.0704 do hereby consent to the dissolution of said Corporation effective upon filing as recommended by the shareholders of the Corporation. The undersigned hereby evidence their consent to the dissolution of said Corporation by their signatures hereon and authorize \_\_\_\_\_

Paul J. Driscoll to execute the Articles of Dissolution of Delta Caretaking, Inc. and file such Articles with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned have set their hands and seals on the date and year indicated.

Premium Citrus, Inc., a Florida corporation

By:   
John C. Olson, President

Buck Hammock Groves, Inc., a Florida corporation

By:   
Sheewood J. Johnson, President