

State of Idaho

Department of State

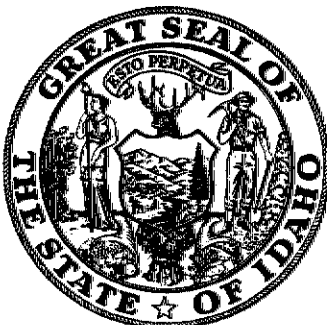
CERTIFICATE OF WITHDRAWAL OF

GOLF GREENS OF AMERICA, INC.
File Number C 105786

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GOLF GREENS OF AMERICA, INC. for a Certificate of Withdrawal from this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Withdrawal and attach hereto a duplicate original of the Application for such Certificate.

Dated: July 24, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

24 11 05 AM 1995
APPLICATION FOR CERTIFICATE OF WITHDRAWAL

To the Secretary of State of Idaho

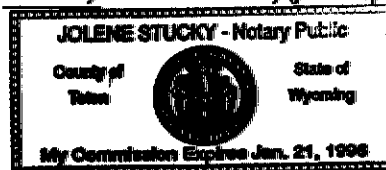
SECRET
Pursuant to Section 30-1-119, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is Golf Greens of America, Inc.
The name which it used in Idaho is Golf Greens of America, Inc.
2. It is incorporated under the laws of Wyoming
3. It is not transacting business in the State of Idaho.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
6. The post office address to which process against the corporation may be mailed is P.O. Box 25217; Jackson, WY 83001
7. All sums due or accrued by this corporation to the State of Idaho have been paid.
8. All known creditors or claimants have been paid or provided for, and the corporation is not involved in or threatened with litigation in any court in the State of Idaho.

By Robert W. Ewing, Jr.
Its President/Vice President (please specify)

And Joseph C. Eddy
Its Secretary/Assistant Secretary (please specify)

STATE OF Wyoming)
COUNTY OF Teton) ss:



I, Jolene Stucky, a notary public, do hereby certify that on this 20th day of July, 19 95, personally appeared before me Robert W. Ewing, Jr. and Joseph C. Eddy, who being by me first duly sworn, declared that (s)he is the President / Secretary of Golf Greens of America, Inc.

that (s)he signed the foregoing documents as President / Secretary of the corporation and that the statements therein contained are true.

Jolene Stucky
Notary Public

Submit application and filing fee to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE

7/24/95 9:00:00 AM
Customer # 48203
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CORPORATION FORM WITHDRAWAL

1 @ 20.00 = 20.00