

FILED EFFECTIVE

Articles of Dissolution
of
Sullivan Homes Sandpoint, Inc.

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SECRETARY OF STATE
STATE OF IDAHO

The name of the dissolving corporation is Sullivan Homes Sandpoint, Inc.

On September 10, 2008, in accordance with Title 30, Chapter 1 and 13, Idaho Code and the articles of incorporation of Sullivan Homes Sandpoint, Inc., the shareholders authorized the dissolution of Sullivan Homes Sandpoint, Inc. A Certified Copy of the Resolution authorizing such action is attached hereto.

Dated: September 10, 2008

Todd J. Sullivan

TODD J. SULLIVAN,
President of Sullivan Homes Sandpoint, Inc.

IDAHO SECRETARY OF STATE
09/29/2008 05:00
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**CERTIFIED COPY OF RESOLUTION
OF
SULLIVAN HOMES SANDPOINT, INC.**

I hereby certify that the following resolution was adopted by unanimous consent of the shareholders and directors of Sullivan Homes Sandpoint, Inc. on September 10, 2008:

RESOLVED, that the directors believe it is in the best interests of the Corporation and shareholders that the Corporation be dissolved at this time and the directors recommend the dissolution of the Corporation to the shareholders.

RESOLVED FURTHER, that the following plan of liquidation, pursuant to § 331 or § 332 of the 1986 Internal Revenue Code, is hereby adopted by the shareholders and directors:

1. Within 30 days after the date of this resolution, counsel for the Corporation shall file Form 966 with the Director of Internal Revenue, attaching to said form a certified copy of this resolution indicating that the shareholders and directors have adopted the plan of liquidation.
2. After providing for all debts of the Corporation, the remaining assets of the Corporation, if any, shall be distributed to the shareholders of the Corporation.
3. The actions provided for in the foregoing resolution providing for the complete liquidation and distribution of its assets shall be completed as soon as practicable but in no event later than the termination of a 12-month period commencing with the date of shareholder approval of this plan of complete liquidation.
4. As soon as practical, counsel for the Corporation shall file Articles of Dissolution pursuant to provisions of Section 30-1-1403, *et seq.*, of the Idaho Business Corporation Act.

The officers and directors of the Corporation are hereby authorized and directed to take such action and execute such documents as may be necessary to carry out the provisions of this resolution and adopt any further resolutions that may be necessary to liquidate and dissolve the Corporation in accordance with the expressed intent of the shareholders and directors under this plan of liquidation.

DATED this 10th day of September, 2008.

A handwritten signature in black ink, appearing to read "Brett T. Sullivan", written over a horizontal line.

BRETT T. SULLIVAN, Secretary