

FILED/EFFECTIVE

**ARTICLES OF DISSOLUTION
OF
GREENTHUMB, INC.**

00 AUG 17 PM 10:40
CLERK OF STATE
STATE OF IDAHO

The undersigned President and Secretary of Greenthumb, Inc. hereby adopt the following Articles of Dissolution:

1. The name of the corporation and its mailing address are Greenthumb, Inc., P.O. Box 2138, Hailey, Idaho 83333.

2. The names and addresses of the last officers and directors of the corporation and their respective offices are:

(a) Paul D. Ekebrecht, President and Director, P.O. Box 2138, Hailey, ID 83333

(b) John C. Rahmann, Jr., Secretary and Director, P.O. Box 2138, Hailey, ID 83333

4. All debts, obligations and liabilities of the corporation have been paid and discharged.

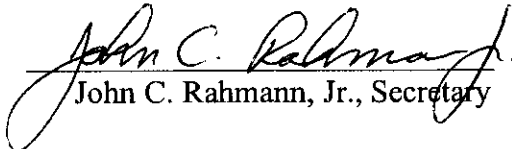
5. All the remaining property and assets of the corporation have been distributed in accordance with the distribution provision in the Articles of Incorporation, or if there be no such provision, among the shareholders in proportion to their respective rights and interests.

6. There are no suits pending against the corporation in any court, and the dissolution has received the written consent of the shareholders of the corporation

IN WITNESS WHEREOF, the President and Secretary of the corporation have set their hands this 14 day of August, 2000.



Paul D. Ekebrecht, President



John C. Rahmann, Jr., Secretary

IDAHO SECRETARY OF STATE

08/18/2000 09:00
CK: 4271 CT: 2204 BH: 342085

1 @ 30.00 = 30.00 PROF DISSO # 2

C 109788

VERIFICATION

STATE OF IDAHO)
) ss.
County of Blaine)

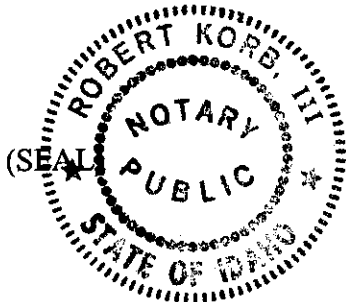
Paul D. Ekebrecht, being first duly sworn on oath, deposes and says:


That I am the President of Greenthumb, Inc.; that I have read the foregoing Articles of Dissolution, know the contents thereof, and believe the same to be true to the best of my knowledge and belief.



Paul D. Ekebrecht, President

SUBSCRIBED AND SWORN to before me this 14 day of August, 2000.






Notary Public for Idaho
Residing at Ketchum
Commission expires 4-16-2003

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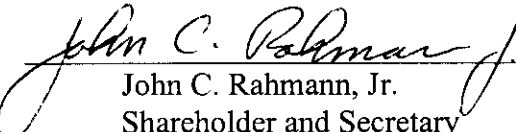
VOLUNTARY DISSOLUTION BY CONSENT OF SHAREHOLDERS

00 AUG 17 PM 10:40
STATE OF IDAHO

COME NOW Paul D. Ekebrecht and John C. Rahmann, Jr., the sole shareholders and officers of Greenthumb, Inc., and hereby consent to the dissolution of the corporation effective July 31, 2000, pursuant to the laws of the State of Idaho. The signatures of the sole shareholders constitute authority to dissolve.



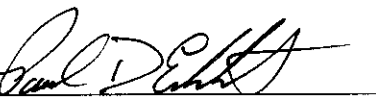
Paul D. Ekebrecht
Shareholder and President



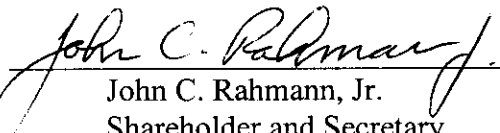
John C. Rahmann, Jr.
Shareholder and Secretary

We, Paul D. Ekebrecht and John C. Rahmann, Jr., being the sole shareholders and officers of Greenthumb, Inc., hereby certify that this consent to dissolution has been signed by all the shareholders of the corporation.

DATED this 14 day of August, 2000.



Paul D. Ekebrecht
Shareholder and President



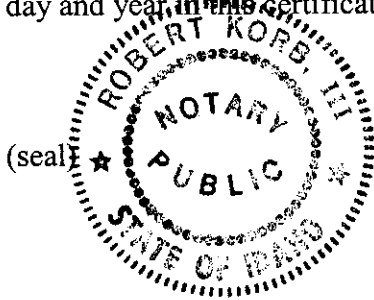
John C. Rahmann, Jr.
Shareholder and Secretary

ACKNOWLEDGMENT

STATE OF IDAHO)
) ss.
County of Blaine)

On this 14 day of August, 2000, before me, the undersigned, a Notary Public in and for said State, personally appeared Paul D. Eckebrecht and John C. Rahmann, Jr., known to me to be the sole shareholders and President and Secretary, respectively, of Greenthumb, Inc., and known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year ~~in this~~ certificate first above written.



Robert Korb
NOTARY PUBLIC for Idaho
Residing at Ketchum
Commission Expires 4-16-2003

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