



Department of State.

**CERTIFICATE OF DISSOLUTION
OF**

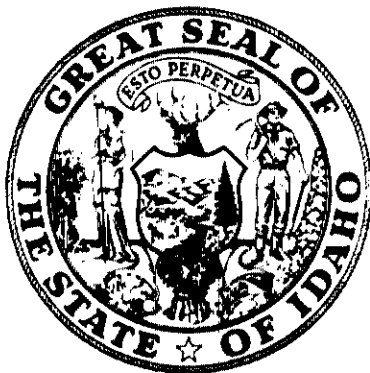
THREE CREEKS RANCH, INCORPORATED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of **THREE CREEKS RANCH, INCORPORATED**

duly signed and verified 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated August 12, 19 91.



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]
Corporation Clerk

ORIGINAL

ARTICLES OF DISSOLUTION
OF
THREE CREEKS RANCH, INCORPORATED

Pursuant to Section 30-1-92 of the Idaho Business Corporation Act, THREE CREEKS RANCH, INCORPORATED, an Idaho corporation, hereby adopts the following Articles of Dissolution.

1. The name of the corporation is Three Creeks Ranch, Incorporated and the address is Post Office Box 1864, Ketchum, Idaho 83340. The names and addresses of the last officers and directors of the corporation and their respective offices are as follows:

President & Director

James Todd
875 5th Avenue
New York, New York 10021

Secretary & Director

Peter deLisser
Post Office 1864
Ketchum, Idaho 83340

Treasurer & Director

Robert Lieder
Post Office Box 3609
Ketchum, Idaho 83340

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2. Notice pursuant to Section 30-1-87 of the Idaho Business Corporation Act was given.

3. All debts, obligations and liabilities of the corporation have been paid, discharged or adequate provision has been made therefor.

4. The remaining property and assets of the corporation have been distributed among the shareholders in proportion to their respective rights and interests in the corporation.

5. There are no suits pending against the corporation at

this time.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed in duplicate this 29 day of July, 1991.


James Todd


Peter deLisser

VERIFICATION

STATE OF IDAHO)
 ss.
COUNTY OF BLAINE)

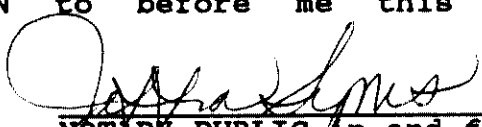
PETER deLISSER, being first duly sworn upon oath, deposes and states:

That I am the Secretary of Three Creeks Ranch, Incorporated in the foregoing Consent To Dissolution By Shareholders; that I have read the same and know the contents thereof, and that the same are true as I verily believe.

DATED this 29 day of July, 1991.


Peter deLisser

SUBSCRIBED AND SWORN to before me this 29 day of July, 1991.


NOTARY PUBLIC in and for
the State of Idaho,
residing at Ketchum.
Commission expires 3/15/97.

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ORIGINAL

CONSENT TO DISSOLUTION BY SHAREHOLDERS
OF

THREE CREEKS RANCH, INCORPORATED

Pursuant to Section 30-1-83 of the Idaho Business Corporation Act, the Shareholders of Three Creeks Ranch, Incorporated, do hereby consent to the dissolution of the corporation. This Consent to Dissolution By Shareholders is being executed by all the shareholders of the corporation.

IN WITNESS WHEREOF, this Consent To Dissolution By Shareholders has been executed this 29 day of July, 1991.

Peter deLisser
Peter deLisser

Robert Lieder
Robert Lieder

James J. Todd
James Todd

VERIFICATION

STATE OF IDAHO)
 ss.
COUNTY OF BLAINE)

PETER deLISSER, being first duly sworn upon oath, deposes and states:

That I am the Secretary of Three Creeks Ranch, Incorporated in the foregoing Consent To Dissolution By Shareholders; that I have read the same and know the contents thereof, and that the same are true as I verily believe.

DATED this 29 day of July, 1991.

Peter deLisser
Peter deLisser

SUBSCRIBED AND SWORN to before me this 29 day of July, 1991.

Jeffrey Lyons
NOTARY PUBLIC in and for
the State of Idaho,
residing at Ritchburn.
Commission expires 3/15/95.