FILED EFFECTIVE

03 DEC 31 PM 3: 13

SECRETARY OF STATE STATE OF IDAHO

ARTICLES OF DISSOLUTION OF EMERALD PROPERTIES, INC.

The undersigned, acting on behalf of Emerald Properties, Inc., an Idaho corporation (the "Corporation"), and pursuant to the Idaho Business Corporation Act ("Act"), hereby submits these Articles of Dissolution to the Secretary of State of Idaho, for filing, to dissolve the

1. NAME OF CORPORATION

The name of the corporation is Emerald Properties, Inc.

AUTHORIZATION OF DISSOLUTION

Dissolution of the Corporation was authorized on December 30, 2003.

APPROVAL OF SHAREHOLDERS

The proposal to dissolve the Corporation approved by written consent of the sole shareholder of the Corporation dated December 30, 2003. The number of votes entitled to be cast on the proposal to dissolve was five thousand (5,000). The total number of undisputed votes cast for dissolution was five thousand (5,000) constituting a majority of the votes entitled to be cast on the proposal. The number of votes cast for the proposal was sufficient, under the Act and the Corporation's Bylaws, to approve the proposal to dissolve the Corporation.

EFFECTIVE DATE

Dissolution of the Corporation shall be effective on the date these Articles of Dissolution are filed with the Idaho Secretary of State.

Dated this 30th day of December, 2003.

EMERALD PROPERTIES, INC.

41510.0001.737625.1