

This Instrument Prepared by:
Joyce Baker-Selesky, Esquire
Donaldson & Guin, LLC
2 North 20th Street, Suite 1100
Birmingham, AL 35203

ARTICLES OF DISSOLUTION

Pursuant to Ala. Code Ann. § 10-2B-14.02, BOWMAN CONSULTING, INC., an Alabama corporation, does hereby dissolve, effective upon the filing of these Articles of Dissolution with the Secretary of State of Alabama.

- (1) The name of the dissolving corporation is Bowman Consulting, Inc.
- (2) The dissolution shall be effective upon the filing of the Articles of Dissolution.
- (3) The dissolution was approved by written consent of all shareholders, a copy of which is attached herewith.

BOWMAN CONSULTING, INC.
An Alabama Corporation

By: _____

Larry R. Bowman

Its: _____

President

Attest _____

Its: Secretary

STATE OF Georgia)
COUNTY OF Cobb)

Before me, the undersigned authority, in and for said County and State personally appeared Larry R. Bowman who is known to me and who, being first duly sworn, does depose and says that he is the President of Bowman Consulting, Inc., an Alabama corporation; that he signed the foregoing Articles of Merger as such officer of said corporation and with full authority; and that the statements made in the foregoing Articles of Merger are true and correct.

This the 23rd day of December, 2004.

Notary Public

My commission expires: _____

Kelly Kordsmeier
Notary Public

Cobb County, Georgia
My Commission Expires
May 11, 2006

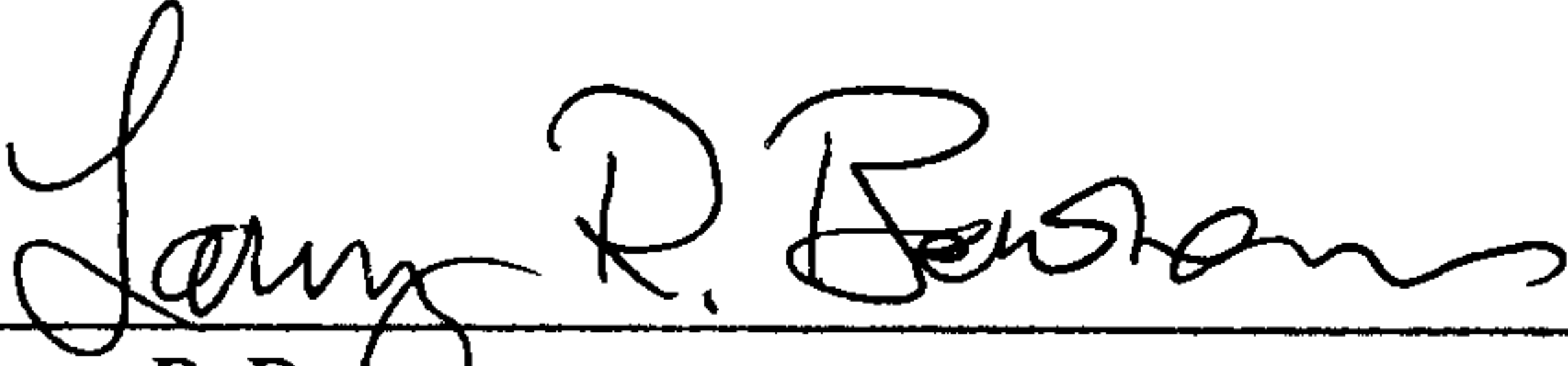
**ACTION BY WRITTEN CONSENT OF THE SHAREHOLDERS
OF
BOWMAN HOLDING CORP.
IN LIEU OF MEETING**

The undersigned, constituting the sole shareholder of BOWMAN HOLDING CORP., an Alabama corporation (the "Corporation"), hereby consent to and adopt, by this action by written consent in lieu of a meeting, the following resolutions:

RESOLVED, that, the Corporation shall and hereby is dissolved;

RESOLVED FURTHER, that the proper officers of the Corporation be, and they hereby are, authorized and directed to do any and all things and to execute any and all documents necessary or appropriate, in their sole discretion, to effectuate the foregoing resolution.

DATED as of the 23rd day of December, 2004.



Larry R. Bowman
Shareholder