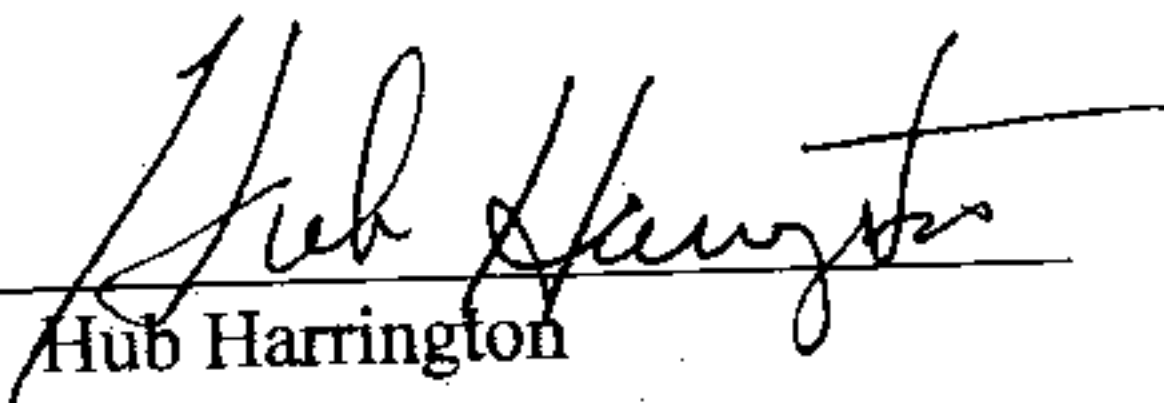


STATE OF ALABAMA
SHELBY COUNTY

STATEMENT OF CANCELLATION OF
HARRINGTON & GRAFFEO, L.L.P.

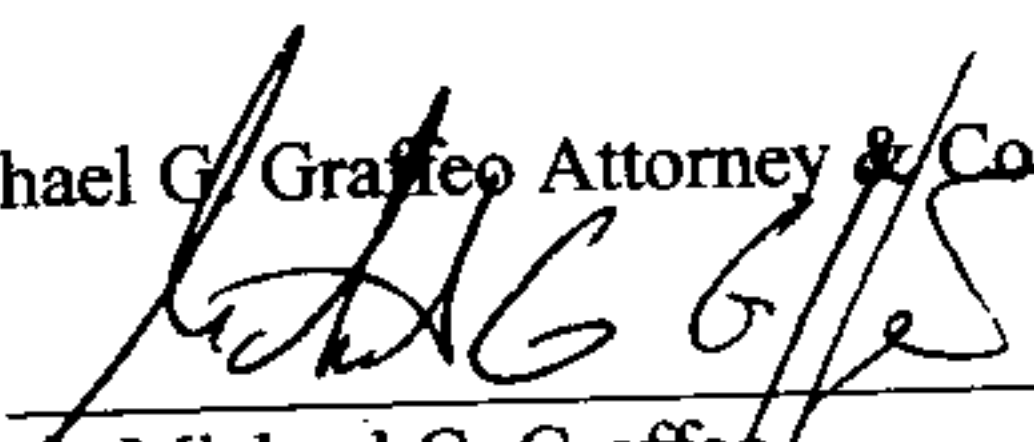
1. The name of the registered limited liability partnership is Harrington & Graffeo, L.L.P.
2. The initial registration of the partnership was filed with the Judge of Probate, Shelby County, Alabama, on March 27, 1998, Instrument No. 1998-10888.
3. The reason for filing the statement of cancellation is the termination and dissolution of the limited registered partnership which was formed for the practice of law in Alabama. The partners, by the signature below, declare the desire to dissolve, terminate and cancel this registered limited liability partnership, and further declare that this registered limited liability partnership is dissolved and terminated, and, that the affairs of the partnership are wound up as of the date executed below.
4. This statement of cancellation shall be effective on the date filed with the Judge of Probate of Shelby County, Alabama.
5. This cancellation is filed pursuant to Alabama Partnership Act of 1996, specifically, §§10-8A-1001(k)(l) & (m), and, §10-8A-1005(a), Code of Alabama, (1975).
5. Executed, this 2nd day of February, 1999.

BY:


Hub Harrington

Michael G. Graffeo Attorney & Counselor, P.C.

By:


Michael G. Graffeo
Its: President

Inst # 1999-06681

02/17/1999-06681
09:37 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 CM 20.00