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LAW OFFICE OF

R. WILLIAM FUTCH

500 NE 8TH AVENUE OGALA, FLORIDA 34470 (352) 732-8080 FAX: (352) 807-5111

PLEASE REPLY TO: POST OFFICE BOX 4885 OCALA, FLORIDA 34478

November 3, 1997

Department of State Secretary of State Post Office Box 6327 Tallahassee, FL 32314

400002338454--4 -11/05/97--01027--001 *****35.00 *****35.00

RE: STOEHR COMMUNICATIONS CORPORATION

Dear Sir/Madam:

Please find enclosed the original Articles of Dissolution for the above-referenced matter, along with a check made payable to the Secretary of State in the amount of \$35.00 for your filing fee.

Also enclosed is a return envelope for your convenience.

If you have any questions, please do not hesitate to contact our office.

Very Truly Yours,

By / / / / / / / / / / / R/ William Futch

RWF/kad

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SECRETA STATE
TALLAHA SEE STATE

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ARTICLES OF DISSOLUTION PURSUANT TO FLORIDA STATUTES CHAP. 607 OF THE FLORIDA GENERAL BUSINESS CORPORATION ACT

Department of State
Tallahassee, FL 32304

Date Paid:_____

Filing Fee: \$<u>35.00</u>

Pursuant to the provisions of Chapter 607 of the Florida General Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

- 1. The name of the Corporation is STOEHR COMMUNICATIONS CORPORATION.
- 2. The names and respective addresses of the officers of the Corporation are as follows:

Robert D. Stoehr, President, Vice President, Secretary and Treasurer, (sole officer) 2217 S.E. 29th Street, Ocala, Florida 34471.

3. The names and respective addresses of the directors of the Corporation are as follows:

Robert D. Stoehr, (sole director), 2217 S.E. 29th Street, Ocala, Florida 34471.

4. The names and respective address of all of the shareholders of the Corporation are as follows:

Robert D. Stoehr, (sole shareholder), 2217 S.E. 29th Street, Ocala, Florida 34471.

- 5. All liabilities and obligations of the Corporation have been paid or discharged.
- 6. All of the property and assets of the Corporation remaining after the payment of all debts, obligations and liabilities of the Corporation have been distributed among the shareholders in accordance with their respective rights and interests.
- 7. There are no actions pending against the Corporation in any Court.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. The Corporation has elected to dissolve by unanimous written consent of its shareholders, and by their joinder hereon, such written consent has been signed by all shareholders of the Corporation. This document shall act as the written consent of all shareholders.

Dated this 29th day of October, 1997, to be effective October 31, 1997.

STOEHR COMMUNICATIONS CORPORATION

BY

ROBERT D. STOEHR, President, Vice President, Secretary and Treasurer

ROBERT D. STOEHR,

as sole Director

The sole Shareholder of the Corporation hereby consents to the above action of the Corporation.

ROBERT D STOFFE

STATE OF FLORIDA COUNTY OF FLORIDA

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared ROBERT D. STOEHR, President, Vice President, Secretary, Treasurer and sole Director and sole Shareholder of STOEHR COMMUNICATIONS CORPORATION, who is personally known to me (Yes No) to be the person described in and who executed the foregoing instrument, or who has produced as identification and acknowledged before me that he executed same for the purposes expressed herein.

WITNESS my hand and official seal in the County and State last aforesaid this ______ day of October, 1997.

NOTARY PUBLIC, STATE OF FLORIDA

AT LARGE Print Name: RWIII(am

My Commission Expires:

R. William Futch
Notary Public, State of Florida
Commission No. CC 628424
Or PASS My Commission Exp. 5/21/2001
Bonded Through Fla. Notary Service & Bonding Co.