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January 17, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

LO1-2108

02 JAN 18 PM 1:29
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: The American Generator Company, LLC

Gentlemen:

Enclosed please find one original and one copy of Articles of Dissolution of The American Generator Company, LLC, a Florida limited liability company (signed in counterparts) for filing. Also enclosed is our check in the amount of \$55.00 in payment of your filing fee (\$25.00) and your fee for a certified copy of the Articles (\$30.00). After the Articles of Dissolution have been filed, please return the certified copy to me at the address reflected above.

If you should have any questions concerning the enclosed, please feel free to call me directly. Thank you in advance for your attention in this matter.

Sincerely yours,

SHUMAKER, LOOP & KENDRICK, LLP

Rebecca Losee Petitgout,
Corporate Paralegal

Enclosures

cc: Joseph J. Santaniello, Esq.

**ARTICLES OF DISSOLUTION
FOR
THE AMERICAN GENERATOR COMPANY, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is THE AMERICAN GENERATOR COMPANY, LLC.

2. The effective date of the limited liability company's dissolution shall be as of the filing date of these Articles of Dissolution.

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Section 608.441, Florida Statutes, is the written consent of all of the members of the limited liability company.

4. Adequate provision has been made for the debts, obligations and liabilities pursuant to Section 608.4421.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6. There are no suits pending against the company in any court.

All of the members of the limited liability company have signed below to approve the dissolution.

**CERTIFIED ELECTRICAL
DISTRIBUTORS, INC.**

By: 
ERIC GOZUR, President

MJN PROPERTIES, INC.

By: _____
MICHAEL J. NELSON, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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