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**DISSOLUTION OR WITHDRAWAL
ALL EQUIPMENT & PART WORLDWIDE & ASSOCIATES,
INC**

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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the Corporation is:

ALL EQUIPMENT & PART WORLDWIDE & ASSOCIATES, INC

SECOND: The date dissolution was authorized: April 30, 2010

THIRD: Adoption of Dissolution: (CHECK ONE)

- Dissolution was approved by the shareholders: the number of votes cast for dissolution was sufficient for approval.
- Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(Voting group)

Signed this 30th day of April 2010

Signature: 

(By the Chairman or Vice Chairman of the Board, President, or other officer)

MICHELLE GUZMAN
PRESIDENT