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City/State/Zip	Phone #	Office (Use Only	
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ARTICLES OF DISSOLUTION

OF

RUSH SIMULATIONS, INC.

ARTICLE I

The name of the corporation is: RUSH SIMULATIONS, INC.

ARTICLE II

Articles of Incorporation of the corporation were filed June 26, 1997.

ARTICLE III

The names and respective addresses of its officers are:

Rob R. McMillan

3611 Sutton Drive

President

Orlando, FL 32810

Frank McMillan

655 N Wymore road, Suite 101

VP/Treasurer

Winter Park, FL 32789

ARTICLE IV

The names and respective addresses of its directors are:

Rob R. McMillan

3611 Sutton Drive

Orlando, FL 32810

Frank McMillan

655 N Wymore Road, Suite 101

Winter Park, FL 32789

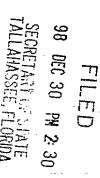
Nancy McMillan

655 N Wymore Road, Suite 101

Winter Park, FL 32789

ARTICLE V

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for them.



ARTICLE VI

All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

ARTICLE VII

There are no actions pending against the corporation in any court.

ARTICLE VIII

A copy of the joint resolution of the board of directors and shareholders to dissolve the corporation is attached. This resolution was adopted on December 22, 1998, and the number of votes cast for dissolution was sufficient for approval.

Dated December 22, 1998.

Rob R. McMillan, President

Frank McMillan, Secretary and Chairman of Board

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2975 day of December, 1998 by Rob R. McMillan as President and Frank McMillan as Secretary of RUSH SIMULATIONS, INC. a Florida corporation, on behalf of the corporation. They are personally known to me.

ALETHA C NEE

My Commission CC569314

Expires Sep. 09, 2000

Notary Public

My Commission Expires:

JOINT RESOLUTION OF SHAREHOLDERS AND DIRECTORS OF RUSH SIMULATIONS, Inc,

BE IT RESOLVED that this corporation be dissolved effective December 31, 1998 and the officers are authorized to take such action and file such documents with the Secretary of State of the State of Florida as may be necessary to effectuate this action.

Dated: December 22, 1998

Rob R. McMillan, President and Director

Frank McMillan, Secretary Shareholder and Director

Mancy/M. McMillan (Shareholder and Director

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 25 day of December, 1998 by Rob-R. McMillan as President and Frank McMillan as Secretary of RUSH SIMULATIONS, INC. a Florida corporation, on behalf of the corporation and as shareholders and directors of the corporation. They are personally known to me.



Notary Public

My Commission Expires:

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22nd day of December, 1998 by Nancy McMillan as Shareholder and Director of RUSH SIMULATIONS, INC. a Florida corporation. She is personally known to me.

Notary Public
My Commission Expires:

Consent to use of Corporate Name

RUSH SIMULATIONS OF ORLANDO, INC.

The undersigned, as Secretary and Chairman of the Board of Rush Simulations, Inc., on behalf of the corporation, hereby consents to the use of the name Rush Simulations of Orlando, Inc. by the corporation filing articles of incorporation under such name.

In witness whereof, the undersigned has executed this consent on December 29, 1998.

Frank McMillan

Secretary and Chairman of the Board Rush Simulations, Inc.

State Of Florida County Of Orange

On December 29, 1998, Frank McMillan personally appeared before me and signed and acknowledged signing this consent on behalf of Rush Simulaitons, Inc. He is personally known to me.

Notary Public

Commission Expiration Date:

(Seal)

ALETHA C NEE My Commission CC569314 Expires Sep. 09, 2000