

JAMES R. MEYER
ATTORNEY AT LAW

241530

Post Office Box 1356
Tallahassee, Florida
904-533-4440

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June 20, 2000

The Honorable Katherine Harris
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

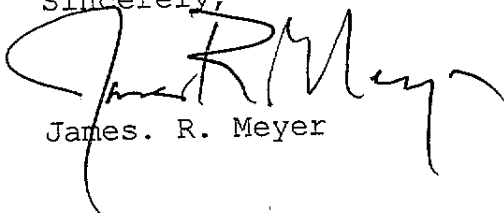
Re: Pobaco, Inc. (241530) - Articles of Dissolution

Dear Secretary Harris:

Please find herewith, for filing upon the corporate records of your office, appropriately executed Articles of Dissolution for the referenced company. Also provided is a copy of the supporting consent to dissolve authorized by all stockholders of the company.

A check for the required filing fee in the amount of thirty dollars (\$35.00) is also provided. Therefore, upon your receipt of the foregoing described material, it shall be greatly appreciated if you would effect the dissolution of Pobaco, Inc. as of June 30, 2000.

Sincerely,



James. R. Meyer

Enclosures
JRM/ms

FILED
00 JUN 23 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

241530 CM
Filing
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**ARTICLES OF DISSOLUTION
OF POBACO, INC.**

Pobaco, Inc., a Florida corporation (hereinafter referred to as the "Corporation"), desiring to give notice of corporate action authorizing and effectuating the dissolution of the Corporation pursuant to the provisions of Chapter 607.140 of the Florida Statutes, sets forth the following:

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Corporate Name

The name of the Corporation is Pobaco, Inc.

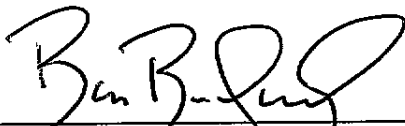
ARTICLE II
Authorization

The date the dissolution was authorized pursuant to Consent of the Stockholders is June 20, 2000.

ARTICLE III
Vote of Stockholders

The vote by the Stockholders consenting to and approving the dissolution of the Corporation was unanimous, thereby being sufficient for approval.

IN WITNESS WHEREOF, the undersigned duly authorized officer of the Corporation has executed these Articles of Dissolution of the Corporation as of the 30th day of June, 2000.



Ben M. Badcock, President

**CERTIFICATE OF DISSOLUTION
OF POBACO, INC.
BY WRITTEN CONSENT**

The undersigns, being all of the stockholders of Pobaco, Inc, a corporation existing under the laws of the State of Florida, finding it inconvenient to convene in a formal meeting and pursuant to Section 607.0704 of the Florida Statutes, hereby unanimously consent and certify as follows:

1. The name of the corporation is: Pobaco, Inc.
2. The dissolution of said Pobaco, Inc. has been authorized by consent of all the stockholders of the corporation entitled to vote on a dissolution in accordance with Section 607.1402(6) of the Florida Statutes which authorizes dissolution by such written consent.
3. The date the dissolution was authorized is June 20, 2000.
4. The following is a list of the names and addresses of the directors and officers of Pobaco, Inc.:


Ben M. Badcock, Director and President, Post Office Box 497, Mulberry, Florida 33860.

Henry C. Badcock, Director and Vice President, Post Office Box 497, Mulberry, Florida 33860.

Wogan S. Badcock, III, Director and Secretary, Post Office Box 497, Mulberry, Florida 33860.


Ben M. Badcock


Henry C. Badcock


Wogan S. Badcock, III

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TALLAHASSEE, FLORIDA