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WARD, WARD & DAVIS, LLP

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ALFRED D. WARD
ALFRED D. WARD, JR.
MICHAEL SCOTT DAVIS

December 17, 1999

WARD BUILDING
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VIA FEDERAL EXPRESS

Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, FL 32399

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-12/20/99--01111--008
*****35.00 *****35.00

Re: HENRY S. GARTNER & ASSOCIATES, INC.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution regarding the above. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Thank you for your assistance in this matter.

Kindest regards.

Yours very truly,



MICHAEL SCOTT DAVIS

MSD/tlf
enclosure(s)

EFFECTIVE DATE
12/31/99

FILED
1999 DEC 20 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

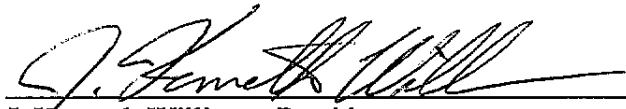
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ARTICLE OF DISSOLUTION

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

- FIRST: The name of the corporation is: Henry S. Gartner & Associates, Inc.
- SECOND: The date dissolution was authorized: December 16, 1999
- THIRD: Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- FOURTH: The effective date of dissolution shall be: December 31, 1999

Signed this 16th day of December, 1999.


J. Kenneth Williams, President

EFFECTIVE DATE
12/31/99

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1999 DEC 20 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA