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ARTICLES OF DISSOLUTION OF PAUL W. WATERS, INC.

THE UNDERSIGNED, as President of PAUL W. WATERS, INC., a Florida corporation ("the Corporation"), Florida Document Number 325131, in accordance with Section 607.1403, Florida Statutes, hereby adopts the following Articles of Dissolution for the Corporation:

I. <u>Name</u>. The name of the Corporation is PAUL W. WATERS, INC.

2. <u>Date of Authorization</u>. Dissolution of the Corporation was authorized by written consent of the Corporation's directors and shareholders on December <u>31</u>, 2000.

3. <u>Statement Concerning Sufficiency of Vote</u>. The Dissolution of the Corporation was approved by the Corporation's Shareholders by their unanimous vote, which is a vote sufficient to approve the dissolution of the Corporation under the Corporation's Articles of Incorporation and Bylaws and under the laws of the State of Florida.

4. <u>Effective Date of Dissolution</u>. The Dissolution of the Corporation shall be effective upon the date first written above.

JIN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this Signature of December, 2000.

President



HAAHHACSenisiPaul W. Waters'ART-DISS.wpd Zimmenman, Shuffield, Kizer & Suchifis, P.A.