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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Harris Automotive Supply, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
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- L.C. File _____
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- Merger File _____
- Art. of Amend. *Dis* _____
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ARTICLES OF DISSOLUTION PURSUANT TO §607.1403
OF THE FLORIDA GENERAL BUSINESS CORPORATION ACT
OF HARRIS AUTOMOTIVE SUPPLY, INC.

TO: Department of State
Tallahassee, FL 32304

Filing Fee: \$35.00
Per FS §607.0122(13)

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1401 and 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is HARRIS AUTOMOTIVE SUPPLY, INC.
2. The date the dissolution was authorized is August 26, 2002.
3. The names and respective addresses of the officers of the corporation are as follows:

Rex O. Blacker	President	114 N. Weston Street Rensselaer, IN 47978
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Dennis Carlile	Vice President	114 N. Weston Street Rensselaer, IN 47978
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Richard Baunach	Secretary/Treasurer	1795 W. Bunkum Rd Rensselaer, IN 47978
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4. The names and respective addresses of the directors of the corporation as are follows:

Rex O. Blacker	Dennis Carlile	Richard Baunach
114 N. Weston Street Rensselaer, IN 47978	114 N. Weston Street Rensselaer, IN 47978	1795 W. Bunkum Rd Rensselaer, IN 47978

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

6. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.

7. Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against the corporation in any pending actions or proceedings.

8. The corporation has elected to dissolve by written consent of all shareholders pursuant to Statute 607.1402, which written consent has been signed by all the shareholders of the corporation. A copy of such written consent to dissolve is attached to these articles as Exhibit A and incorporated herein by this reference.

Dated November 8, _____, 2002.

HARRIS AUTOMOTIVE SUPPLY, INC.

By Rex O. Blacker
Rex O. Blacker, President and Shareholder

STATE OF INDIANA)
COUNTY OF JASPER)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Rex O. Blacker, who is known to me to be, or who has produced _____ as identification proving themselves to be, the person who made and subscribed to the foregoing Articles of Dissolution, and who did (did not) take an oath, and certifies and acknowledges that he made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 8th day of November, 2002.

(Notary Seal)

Edward P. Dumas

Notary Public, State of INDIANA, RESIDENT OF JASPER COUNTY

EDWARD P. DUMAS

Print Name of Notary

My Commission Expires: 10/18/2009

EXHIBIT A

MINUTES OF THE MEETING OF THE SHAREHOLDERS

A meeting of the shareholders of HARRIS AUTOMOTIVE SUPPLY, INC., was held at the office of the corporation at 6201 W. US 24, Remington, Indiana 47977, on August 23, 2002, at 11:00 A.M. The meeting was called to order by Rex O. Blacker, President of the corporation who presided. Richard Baunach acted as secretary at the meeting and recorded the minutes thereof. At the request of the Chairman, the Secretary submitted to the meeting the following:

- (a) A copy of the Waiver of Notice of the Meeting.
- (b) A complete list of the holders of the common shares of the corporation as of the close of business on August 22, 2002, the record date fixed by the Board of Directors for the shareholders entitled to notice of and to vote at this meeting.

The Chairman directed that a copy of the Waiver of Notice of Meeting be annexed to the minutes of the meeting. The Chairman ordered that the certified list of the shareholders, submitted to the meeting, and the minute book of the corporation, be kept open for the inspection of the shareholders throughout the course of the meeting. The Chairman, having examined the list of shareholders, determined that of the 500 shares entitled to vote at the meeting, the holders of 500 shares were present at the meeting in person or by proxy.

The Chairman announced that a quorum was present for all purposes and that the meeting was lawfully and properly convened and competent to proceed to the transaction of the business for which it had been called.

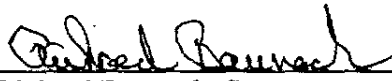
Whereas, the board of directors of the corporation adopted resolutions recommending the dissolution of this corporation and ordering that the issue of dissolution be submitted to a vote of shareholders at this meeting; and

Whereas, the holders of more than a majority of the outstanding shares of the corporation voted to authorize such dissolution; it is

Resolved, that, HARRIS AUTOMOTIVE SUPPLY, INC., a Florida corporation, be dissolved; and

Further resolved, that the appropriate officers of the corporation are directed to cease the business operations of the corporation, except insofar as may be necessary for the winding up thereof; and to mail notice of intent to dissolve to all known creditors of and claimants against the corporation; and to take such further action as may be necessary or appropriate to carry out the intent of this resolution.

The Chairman then answered various questions from the floor after which there being no further business, the meeting, on motion duly made, seconded and carried, was adjourned.


Richard Baunach, Secretary


Rex O. Blacker, Chairman