

LAW OFFICES OF

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

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November 5, 1998

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Johnson Liquidation, Inc.
Our File No. 10,767.04.6.000

800002683419-3
-11/09/98-01039-030
*****87.50 *****43.75

Gentlemen:

Enclosed please find original and photocopy of Articles of Dissolution and Statement of Intent to Dissolve regarding the above referenced corporation.

Further enclosed is a check in the amount of \$87.50 to cover the cost of the filing fee. Please return a certified copy of the Articles of Dissolution after filing.

Sincerely,

KIMPTON, BURKE, WHITE & HEIDEN, P.A.


Robert C. Burke, Jr.

RCB/cg
Enclosures

FILED
98 NOV -9 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cg:98secr03.ltr

Diss.

11-12-98
CC

ARTICLES OF DISSOLUTION
PURSUANT TO FLORIDA STATUTES 607.1403
OF THE FLORIDA STATUTES
OF
JOHNSON LIQUIDATION, INC.

FILED
98 NOV -9 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of 607.1403 of the Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is JOHNSON LIQUIDATION, INC.
2. Dissolution was authorized on May 1, 1998.
3. The number of shares casting votes in favor of dissolution was sufficient for approval.

DATED: October 29, 1998

JOHNSON LIQUIDATION, INC.

By: James C. Johnson
James C. Johnson, President

And: Carolyn C. Johnson
Carolyn C. Johnson,
Secretary

(Corporate Seal)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared JAMES C. JOHNSON and CAROLYN C. JOHNSON who are to me well known to be the persons described in and who subscribed the above articles of dissolution as President and Secretary respectively of the named

corporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth. They are () personally known to me or have () produced a Florida driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Clearwater, in said County and State, this 29th day of October, 1998.



Carla Guidry
MY COMMISSION # CC765268 EXPIRES
September 3, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Carla Guidry
Notary Public, State of Florida
Name: _____
Serial No: _____
Commission Expires: _____

STATEMENT OF INTENT TO DISSOLVE

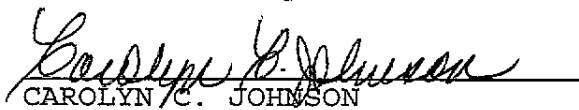
JOHNSON LIQUIDATION, INC.

BY WRITTEN CONSENT OF ALL SHAREHOLDERS

Pursuant to the provisions of 607.1402(6) of the Florida Statutes, the undersigned corporation submits the following statement of intent to dissolve the corporation upon written consent of all its shareholders:

1. The name of the corporation is JOHNSON LIQUIDATION, INC.
2. The shareholders of the corporation hereby authorize the dissolution of the corporation, acting in accordance with Section 607.0704.

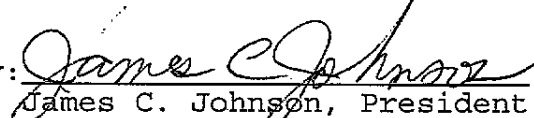

JAMES C. JOHNSON

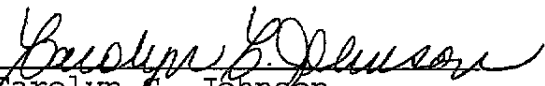

CAROLYN C. JOHNSON

As Shareholders

DATED: October 29, 1998

JOHNSON LIQUIDATION, INC.

By: 
James C. Johnson, President

And: 
Carolyn C. Johnson,
Secretary

(Corporate Seal)