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WALTER M. TOVKACH

ATTORNEY AT LAW

5011 NORTHWEST EIGHTH AVENUE
GAINESVILLE, FLORIDA 32605

CERTIFIED TAX ATTORNEY
FLORIDA BAR BOARD OF
CERTIFICATION

ALSO ADMITTED IN
OHIO & NORTH CAROLINA

Post Office Box 15295
Gainesville, Florida 326

TELEPHONE
(352) 371-4656

TELECOPIER
(352) 371-0555

December 15, 2000

Secretary of State
Division of Corporations
Bureau of Corporate Records
Tallahassee, Florida 32304

Re: Dissolution of RAY'S SUPREX, INC.

Ladies and Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Dissolution of RAY'S SUPREX, INC. and Agreement and Plan of Liquidation between the Shareholders and RAY'S SUPREX, INC., which sets forth the written consent of the Shareholders. The documents are filed in compliance with Florida Statute Section 607.1402, along with a check for \$43.75 (\$35.00 filing fee and \$8.75 for certified copy).

Please make the effective date December 31, 2000. After the original has been filed, please certify the copy and return it to me.

Sincerely,

Walter M. Tovkach /ps

Walter M. Tovkach

WMT:kat
Enclosures

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-12/19/00--01006--007
*****43.75 *****35.00

EFFECTIVE DATE
12/31/2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 18 AM 8:47

Volk

V. SHEPARD DEC 28 2000

ARTICLES OF DISSOLUTION
OF
RAY'S SUPREX, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 18 AM 8:47
EFFECTIVE DATE
12/31/2000

Pursuant to the provisions of Sections 607.1401, 607.1402 and 607.1403 of the Florida General Corporation Act, the undersigned of the corporation hereinafter named, adopted the following Articles of Dissolution.

1. The date of issuance of RAY'S SUPREX, INC. Certificate of Incorporation was July 8, 1976.

2. The names and addresses of its officers are:

NAME

ADDRESS

Raywood L. Jenkins

P. O. Box 569, Cross City, FL, 32628-0569

Martha M. Jenkins

P.O. Box 569, Cross City, FL, 32628-0569

3. The names and addresses of its directors are:

NAME

ADDRESS

Raywood L. Jenkins

P.O. Box 569, Cross City, FL, 32628-0569

4. All debts, obligations and liabilities of the corporation have been paid or discharged or provided for in the assumption of liabilities agreement entered into by the shareholders.

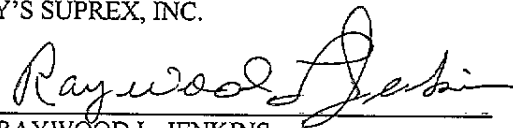
5. All remaining property and assets have been distributed to the shareholders in accordance with the liquidation and dissolution plan and agreement.

6. A statement of intent to dissolve is hereby attached along with adoption of such resolution by the shareholders of RAY'S SUPREX, INC.

DATED: December 13th, 2000.

RAY'S SUPREX, INC.

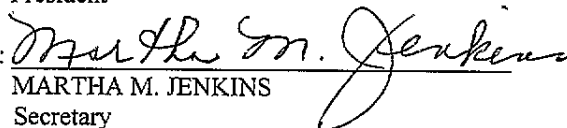
By:



RAYWOOD L. JENKINS

President

By:



MARTHA M. JENKINS

Secretary

STATE OF FLORIDA

COUNTY OF Dixie

The foregoing instrument was acknowledged before me this 13th day of December, 2000
by RAYWOOD L. JENKINS, as President of RAY'S SUPREX, INC..

Melanie Pence

Notary Public, State at Large

Print Name:

My Commission Expires:

My Commission Number is:



Melanie Pence

My Commission CC849868

Expires June 27, 2003

Personally Known N

Type of Identification _____

Produced Identification _____

STATE OF FLORIDA

COUNTY OF Dixie

The foregoing instrument was acknowledged before me this 13th day of December, 2000
by MARTHA M. JENKINS, as Secretary of RAY'S SUPREX, INC..

Melanie Pence

Notary Public, State at Large

Print Name:

My Commission Expires:

My Commission Number is:



Melanie Pence

My Commission CC849868

Expires June 27, 2003

Personally Known N

Type of Identification _____

Produced Identification _____

**AGREEMENT AND PLAN OF LIQUIDATION BETWEEN
THE SHAREHOLDERS AND
RAY'S SUPREX, INC.**

AGREEMENT AND PLAN OF LIQUIDATION made this 13th day of December, 2000, between the Shareholders and RAY'S SUPREX, INC., a Florida corporation (hereinafter called the "Corporation").

WHEREAS, one hundred (100%) percent of the Shareholders owning all of the issued and outstanding capital common stock of the Corporation wish to approve, authorize and consent to the voluntary dissolution of the Corporation in accordance with the General Corporation Act of the State of Florida and Section 336 of the Internal Revenue Code;

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. The Shareholders approve, authorize and consent to the voluntary dissolution of the Corporation, such dissolution to be effected as promptly as possible and in no event later than December 31, 2000, and in accordance with the plan of liquidation set forth in this Agreement.

2. The Shareholders hereby authorize the officers of the Corporation to sell or otherwise liquidate any or all of the tangible assets of the Corporation, which in their judgment should be sold or liquidated to facilitate the liquidation of the Corporation.

3. The Shareholders hereby authorize the officers of the Corporation to file a Certificate of Dissolution signed by the Stockholders of the Corporation with the Secretary of State of the State of Florida and all proper federal forms with the Internal Revenue Service.

4. The Shareholders hereby resolve that after providing for all the proper debts of the Corporation, the remaining assets of the Corporation, including cash, if any, be distributed to the stockholders of the Corporation.

5. The Shareholders hereby authorize the officers to commence such liquidation immediately, and that its subsequent dissolution of all its assets be completed as soon as practicable, but in no event later than December 31, 2000.

6. The Shareholders hereby authorize the proper officers to pay all such fees and taxes and to do or cause to be done such further acts and things as they may deem necessary or proper in order to carry out the

liquidation and dissolution of the Corporation and fully to effectuate the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, the parties hereby have caused this Agreement and Plan of Liquidation to be executed by their respective duly authorized officers as of the day and year first above written.

ATTEST:

By: Martha M. Jenkins
MARTHA M. JENKINS
Secretary

RAY'S SUPREX, INC.

By: Raywood L. Jenkins
RAYWOOD L. JENKINS
President

Raywood L. Jenkins
RAYWOOD L. JENKINS
Shareholder