

Law Office of  
**JAMES M. NICHOLAS, P.A.**

**JAMES M. NICHOLAS**  
Board Certified Civil Trial Lawyer  
Board Certified in Business Litigation  
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Admitted in FL, PA & IL

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1815 South Patrick Drive  
Indian Harbour Beach, FL 32937  
(407) 773-2888  
FAX: (407) 773-0444

509834

June 24, 1997

Secretary of State  
**DIVISION OF CORPORATIONS**  
Post Office Box 6327  
Tallahassee, Florida 32314

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

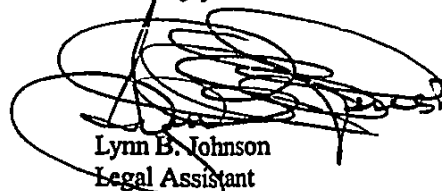
**RE: Auto Supply of Melbourne, Inc./Dissolution of Corporation**

Dear Sir/Madam:

In connection with the dissolution of the above-referenced corporation, enclosed are the Articles of Dissolution for filing with your office, together with our firm check in the amount of \$35.00 to cover the cost of filing.

Your assistance is appreciated and should you have any questions or need further documentation, please do not hesitate to call this office.

Cordially yours,



Lynn B. Johnson  
Legal Assistant

97 JUL 11 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

/bj  
encl. (a/s)

OK 509834  
408  
FLI 11-97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 2, 1997

JAMES M. NICHOLAS, P.A.  
% LYNN JOHNSON  
1815 SOUTH PATRICK DRIVE  
INDIAN HARBOUR BEACH, FL 32937

SUBJECT: AUTO SUPPLY OF MELBOURNE, INC.  
Ref. Number: 509834

We have received your document for AUTO SUPPLY OF MELBOURNE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the exhibit(s) referred to in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 597A00034653

RECEIVED  
97 JUL - 9 PM 2:32  
DIVISION OF CORPORATIONS

**ARTICLES OF DISSOLUTION PURSUANT TO  
FLORIDA STATUTES §607.1402 OF THE  
FLORIDA GENERAL BUSINESS CORPORATION ACT  
OF AUTO SUPPLY OF MELBOURNE, INC.**

**TO: Department of State  
Tallahassee, Florida 32304**

**Date Paid  
Filing Fee \$35.00**

Pursuant to the provisions of Section 607.1402 of the Florida General Business 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 Auto Supply of Melbourne, Inc.
2. The name and respective address of the officer of the corporation is as follows:

Stan Kelton	President/ Secretary-Treasurer	768 Players Court Melbourne, FL 32940
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3. The name and respective address of the director of the corporation is as follows:

Stan Kelton	768 Players Court Melbourne, Florida 32940
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4. All liabilities and obligations of the corporation have been paid.
5. No property or assets remain to be distributed to the shareholder of the corporation.
6. There are no actions pending against the Corporation in any court.

7. The Corporation elected to dissolve by act of the corporation a resolution to dissolve having been duly adopted by the shareholders on June 23, 1997. A copy of such resolution is attached to these articles.

**DATED: June 23, 1997**

**AUTO SUPPLY OF MELBOURNE, INC.**

  
Stan Kelton, President & Director

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 JUL 11 PM 3:05

APPROVED  
AND  
FILED

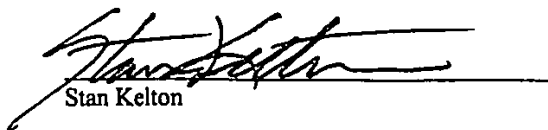
**SHAREHOLDER'S RESOLUTION APPROVING  
PLAN OF LIQUIDATION**

**WHEREAS** the Board of Directors of the Corporation, at a meeting held on Monday, June 23, 1997 at 1815 South Patrick Drive, Indian Harbour Beach, Florida, adopted resolutions approving a plan for the complete liquidation and dissolution of the corporation within twelve months pursuant to Section 337 of the Internal Revenue Code, and ordering that the plan be submitted for approval to the shareholders at this meeting; and

**WHEREAS**, the holders of more than a majority of the outstanding shares of the corporation have voted to approve and adopt such plan; it is

**RESOLVED**, that the plan of complete liquidation and dissolution pursuant to Section 337 of the Internal Revenue Code is hereby approved and adopted; and

**FURTHER RESOLVED**, that the appropriate officers of the corporation are authorized and directed to file a copy of such plan, along with IRS Form 966, within 30 days after the date of this resolution.

  
Stan Kelton

Dated: June 23, 1997