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December 24, 1996

Secretary of State
Corporate Division
The Capitol
Tallahassee, Fl 32304

RE: Dissolution of Aressco Inc.

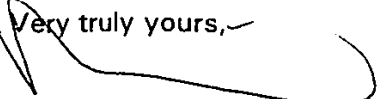
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*****35.00 *****35.00

Dear Sirs:

Enclosed please find an original and a copy of the Articles of Dissolution of Aressco Inc. Please file the original, indicate the filing date on the copy, and return the copy to me.

Enclosed is a check covering the filing fees of \$35.00 for filing of the Articles of Dissolution of Aressco Inc.

Should you have any questions, please feel free to contact me at your earliest convenience. Thanking you for your attention, I remain,

Very truly yours, 

Robert L. Schimmel

RLS:ymc
Encl.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Deiss
LFS
1-9-97

**ARTICLES OF DISSOLUTION
OF
ARESSCO INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

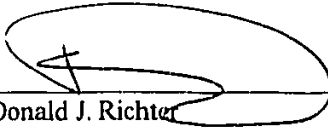
Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts the following Articles of Dissolution.

- First:** The name of the Corporation is Aressco Inc.
- Second:** The dissolution was authorized on December 16, 1996.
- Third:** The dissolution was approved by all shareholders, which number was sufficient for approval pursuant to law.
- Fourth:** These articles of dissolution will take effect immediately upon filing with the Secretary of State of the State of Florida.

ARESSCO INC.

Dated: 12/23/96

By: _____


Donald J. Richter
President and sole Director