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P.O. BOX 1669 (ZIP 33757)
CLEARWATER, FLORIDA 33756
(727) 441-8966 FAX (727) 442-8470

IN REPLY REFER TO

September 2, 1999

F 06331

Clearwater

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

Re: **Tampa-Trans World Airways, Inc.**

700002979737--3
-09/07/99--01099--013
*****35.00 *****35.00

Dear Clerk:

Please file the enclosed original Articles of Voluntary Dissolution of Corporation for the above-referenced corporation. Enclosed is our check in the amount of \$35.00 for cost of same. Please send to the undersigned, a copy of the dissolution certificate.

In the event that you have any questions, please do not hesitate to contact the undersigned.

Yours very truly,

J. Matt Marquardt
J. Matt Marquardt

JMM/ph
Enclosures

Priscilla Watt
GAVE

AUTHORIZATION BY PHONE TO

CORRECT *Statute # from*
DATE *9-15-99* *607-267*
DOC EXAM *Al Chesnut* *607-1403*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF VOLUNTARY DISSOLUTION OF CORPORATION

STATE OF FLORIDA
COUNTY OF PINELLAS

We, the undersigned President and Secretary of Tampa-Trans World Airways, Inc., a corporation organized under the laws of the State of Florida, do hereby, for the purposes of complying with the provisions of Florida Statute 607.1403, in relation to the voluntary dissolution of a corporation, make and attest these Articles of Dissolution and attach hereto the written consent of the Shareholders of Tampa-Trans World Airways, Inc. for dissolution and certify as follows:

1. The name of the Corporation is Tampa-Trans World Airways, Inc. The Articles of Incorporation of said Corporation were filed in the office of the Secretary of State of Florida on the 20th day of November, 1980. Said Corporation desires to dissolve.

2. The names and addresses of the Officers and Directors of the Corporation are as follows:

James A. Martin, Jr.	President, Secretary, Treasurer
	Director

3. All debts, obligations and liabilities of the Corporation have been paid, discharged or adequate provision has been made therefor.

4. All remaining property and assets of the Corporation have been distributed among the Shareholders in accordance with their respective rights and interests.

5. There are no actions pending against the Corporation in any court.

6. The Board of Directors and Shareholders of said Corporation in a meeting duly held and called for that purpose at the offices of Macfarlane Ferguson & McMullen, notice of such meeting being duly waived by each and all of the Directors and Shareholders by written waiver in writing and forming a part of the Minutes of

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CLERK OF STATE
TALLAHASSEE, FLORIDA

said meeting, did, by unanimous vote of the whole Board and all Shareholders, adopt the following resolutions:

RESOLVE that in the judgment of this Board of Directors it is deemed desirable and advisable to dissolve this Corporation; and

BE IT FURTHER RESOLVED, that the President and Secretary execute Articles of Dissolution showing the adoption of these resolutions and that they also attest the written consent of the Shareholders of the Corporation that the Corporation be dissolved and execute and verify all of the statements required by law to dissolve said Corporation pursuant to the provisions of Florida Statutes; and

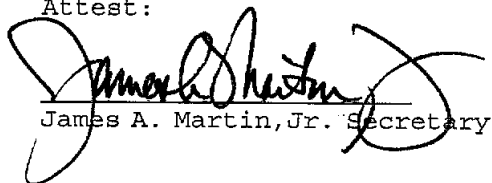
THAT the President and Secretary cause such Articles of Dissolution to be filed in the office of the Secretary of State; and

THAT the Officers and Directors of the Corporation take such further action as may be required to effectuate the dissolution of the Corporation and to wind up its business and affairs pursuant to provisions of Florida Statutes.

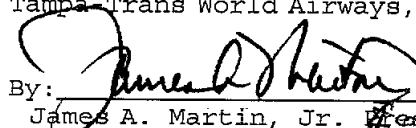
AND WHEREUPON, at said meeting, the owners and holders of the entire issued and outstanding stock of the Corporation did signify their consent, in writing, that such Corporation be dissolved by signing and executing the consent, which is affixed hereto and forms a part hereof.

IN WITNESS WHEREOF, we have made and executed these Articles of Dissolution this 27th day of August, 1999.

Attest:


James A. Martin, Jr. Secretary

Tampa Trans World Airways, Inc.

By:  (SEAL)
James A. Martin, Jr. President

STATE OF FLORIDA
COUNTY OF PINELLAS

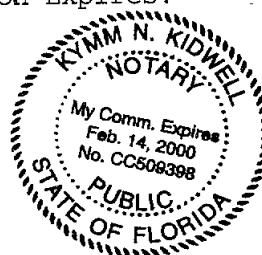
I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, James A. Martin, Jr., to me personally known or

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TALLAHASSEE, FLORIDA

who has produced N/A as identification, and known to me to be the individual described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 27th day of August, 1999.

Kymm N. Kidwell
Notary Public
Print Name Kymm N. Kidwell
My Commission Expires:

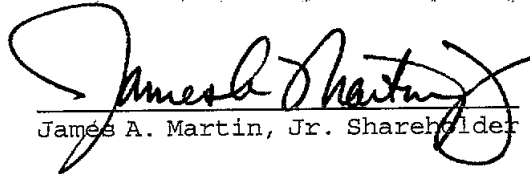


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TALLAHASSEE, FLORIDA

CONSENT TO DISSOLVE

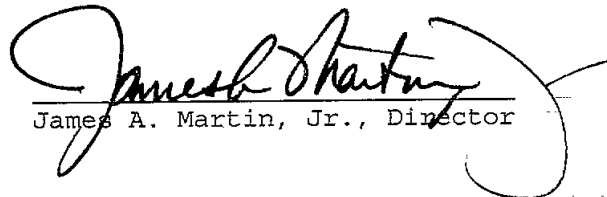
James A. Martin, Jr., as the only Shareholder of Tampa-Trans World Airways, Inc., hereby consents to the action taken by the Board of Directors resolving to dissolve Tampa-Trans World Airways, Inc.

Dated this 27th day of August, 1999.


James A. Martin, Jr. Shareholder

The undersigned, being all of the Directors of Tampa-Trans World Airways, Inc., acknowledge their written consent to the action taken by the Board of Directors to dissolve Tampa-Trans World Airways, Inc..

Dated this 27th day of August, 1999.


James A. Martin, Jr., Director

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