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\*Also Admitted in New York

\*\*Also Admitted in Ohio

February 23, 1998

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

RE: Articles of Dissolution of Blanding Automotive, Incorporated

Dear Secretary of State:

Please find enclosed the Articles of Dissolution of Blanding Automotive, Incorporated, along with a check in the amount of \$35.00 to cover the filing fee associated with this dissolution. Please return a filed stamped copy to my office in the self-addressed stamped envelope which is provided.

Thank you for your cooperation.

800002440418--0

-02/25/98-01056-001

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

Yours truly,

BIVENS, JONES & ASSOCIATES

Burney Bivens, Esquire

BB/mae

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 25 AM 9:14

Diss.  
02-26-98  
CC

**ARTICLES OF DISSOLUTION  
OF  
BLANDING AUTOMOTIVE, INCORPORATED**

1. The name of the Corporation to be dissolved is BLANDING AUTOMOTIVE, INCORPORATED.

2. The names and respective addresses of its officers are:

President: Curtis Lee McKesson  
4665 Antelope Street  
Middleburg, FL 32068

Secretary: Suzanne McKesson  
4665 Antelope Street  
Middleburg, FL 32068

3. The names and respective addresses of its directors are:

Curtis Lee McKesson  
4665 Antelope Street  
Middleburg, FL 32068

Suzanne McKesson  
4665 Antelope Street  
Middleburg, FL 32068

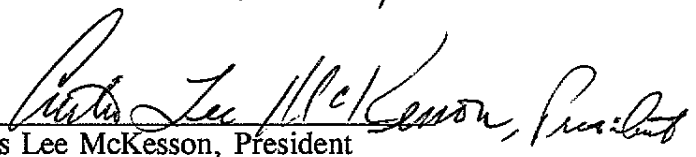
4. All liabilities and obligations of the corporation have been paid or discharged.

5. No property remains for distribution to the shareholders after applying it to the payment of liabilities and obligations of the corporation.

6. There are no actions pending against the corporation in any court.

7. The corporation elected to dissolve by written consent of all shareholders, a copy of which consent is attached hereto.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Dissolution at Orange Park, Clay County, Florida, on this 20 day of February 1998,  
1998.

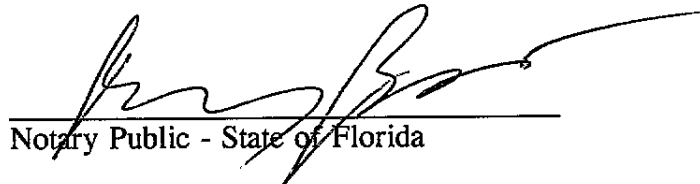
  
Curtis Lee McKesson, President

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 25 AM 9:16

STATE OF FLORIDA       )  
                                      : SS  
COUNTY OF CLAY       )

BEFORE ME, the undersigned authority, personally appeared CURTIS LEE MCKESSON, as President of BLANDING AUTOMOTIVE, INCORPORATED, who is well known to be the person who subscribed the above Articles of Dissolution, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto affixed my official hand and seal on this 20<sup>th</sup> day of February, 1998.

  
\_\_\_\_\_  
Notary Public - State of Florida

My commission expires:

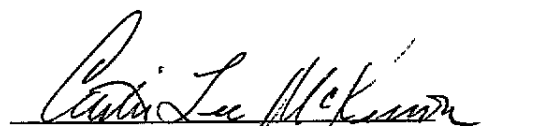
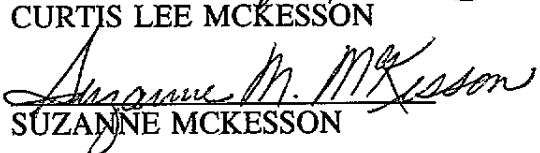


BURNEY BIVENS  
MY COMMISSION # CC454339 EXPIRES  
July 4, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

### CONSENT OF SHAREHOLDERS

I/WE, the undersigned shareholders of BLANDING AUTOMOTIVE, INCORPORATED, do hereby consent to the filing of Articles of Dissolution with the Department of State for the State of Florida, thereby dissolving said corporation.

Dated: 20 February 1998

  
CURTIS LEE MCKESSON  
  
SUZANNE MCKESSON