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May 5, 1997

Secretary of State
Division of Corporations
Post Office Box 5588
Tallahassee, Florida 32314

FILED
97 MAY -8 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Dissolution
Our File No. 5175

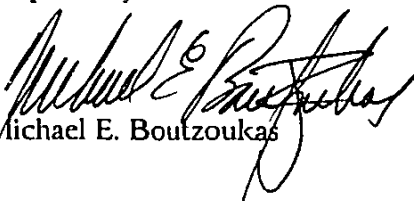
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*****35.00 *****35.00

Dear Sir/Madam:

Enclosed herein please find the original Articles of Dissolution for U.S. Tierra, Inc, a Florida Corporation, dated December 30, 1996, and a check in the amount of \$35.00 for the State's filing fee. If all is in order, please file the Articles with the State.

Should you have any questions with regards to this matter, please contact me.

Respectfully,


Michael E. Boutzoukas

MEB:ka
Enclosures
cc: Karen Aguirre

michael\5175\state.2

Vol. Diss.

vaw 5-16-97

**ARTICLES OF DISSOLUTION PURSUANT TO THE FLORIDA GENERAL BUSINESS
CORPORATION ACT OF U. S. TIERRA, INC., A FLORIDA CORPORATION**

To: Department of State
Tallahassee, Florida 32304

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for purposes of dissolving the corporation;

1. The name of the corporation is U. S. Tierra, Inc. The names and respective addresses of the officers of the corporation are as follows:

Alan L. Wozniak	President/Director
Victor P. Wozniak	Vice President/Director
Mark D. Wozniak	Treasurer/Director
Karen E. Aguirre	Secretary/Director

2. All liabilities and obligations of the corporation have been paid or discharged.
3. All property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation have been distributed among its shareholders in accordance with the respective rights and interests.
4. There are no actions pending against the corporation in a court or other forum of competent jurisdiction.
5. The corporation is dissolved by unanimous written consent of its shareholders and directors, and such written consent has been signed by all shareholders of the corporation by signing their names thereon. A copy of such written consent is attached to these articles and by reference made a part hereof.
6. These Articles of Dissolution shall be effective upon execution hereof.

Dated this 30 day of December 19 96.

U. S. TIERRA, INC., a dissolved Florida
corporation

By: X

Name: Alan L. Wozniak
As its: President

#5175

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97 MAY -8 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-12-1337 10:48AM
JUL 20 1997

FROM PURE AIR CONTROL SVC 813 572 5859

FROM MICHAEL E. DOUGLASS

12-11-98 J110PM 9. 1 07 2

**SHAREHOLDERS AND DIRECTORS
UNANIMOUS WRITTEN CONSENT TO DISSOLUTION OF
U.S. TIERRA, INC.**

WHEREAS, the undersigned are all of the shareholders and Directors of U.S. TIERRA, INC., a corporation organized under the laws of the State of Florida. We have determined that it would be in the best interests of the Corporation and its shareholders for the Corporation to be dissolved. Therefore,

1. Pursuant to Section 607.1402(6) of the Florida Statutes, we hereby consent to the dissolution of the Corporation known as U.S. TIERRA, INC.

2. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to take all actions necessary to wind up the affairs of the Corporation including the lease, sale, conveyance, or assignment of any or all of the Corporation's assets and real property and to execute any documents or instruments necessary and incident thereto.

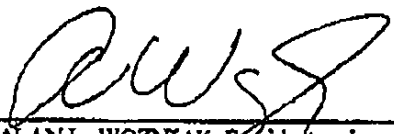
3. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to apply the assets of the Corporation, in cash or in kind, to the payment of its known debts and obligations. After disposing of the assets and making suitable provision for the payment of all its known debts, the officers and Directors are authorized and directed to distribute the remainder of the Corporation's assets to the shareholders in kind, according to their respective rights and interests.

4. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to execute all documents, instruments, reports, tax returns, certificates, deeds, instruments of conveyance, and affidavits required by any federal, state or local government in connection with or by reason of the liquidation and dissolution of the Corporation.

5. The shareholders further agree that, on completion of all liquidation procedures, the officers and Directors of the Corporation are authorized and directed to file all documents required by law to complete the winding up of the affairs related to dissolution of the Corporation.


6. That subject to the distribution set forth in paragraph 3, the interest of Victor P. Wozniak shall be paid in kind in the sum of \$ 4,000.00. Thereafter, the interest of Victor P. Wozniak shall be distributed among the remaining shareholders in accordance with their proportionate interests in the Corporation.

Executed on this 31 day of December, 1996, at Clearwater, Pinellas County, Florida.


ALAN L. WOZNIAK, President and
Director


VICTOR P. WOZNIAK, Vice President and
Director


MARK D. WOZNIAK, Treasurer and
Director


KAREN E. AGUIRRE, Secretary and Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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