DERRICK W. BROWN G ASSOCIATES, INC.

'Dollar Creation Ideas for Business"

6700 S. Florida Ave., Sultes 22 & 24 P.O. Box 5841 • Lakeland, Florida 33807-5841 (813) 647-1571 • FAX (813) 648-0085 • 1-800-288-PLUS

February 4, 1997

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

-02/06/97--01036--008 *****43.75 *****43.75

Re: Corporate Dissolution, per 607.1403, Florida Statutes, of Derrick W. Bre & Associates, Inc.

Dear Madam/Sir:

Pursuant to section 607.1403, Florida Statutes, Derrick W. Brown & Associates, Inc., FEIN: 59-2342446, has undergone complete dissolution, effective with the 12/31/96 tax year end.

Enclosed please find the signed Articles of Dissolution, copies of the IRS form 966, Corporate Dissolution or Liquidation and Minutes of the Meeting of Shareholders, authorizing dissolution on October, 10, 1996. Also enclosed is a check in the amount of \$43.75 to cover the \$35.00 dissolution fee and \$8.75 for a Certificate of Status.

Should you have any questions, please contact me at (941) 647-1571 (office) or (941) 697-2569 (home). My mailing address can still be used: P.O. Box 5841, Lakeland, FL 33807-5841. Thank you.

Derrick W. Brown

President

Sincere

NOTE: AREA CODE NOW 941

ARTICLES OF DISSOLUTION

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Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: Derrick W. Brown & Associates, Inc.
SECOND:	The date dissolution was authorized: October 10, 1996
THIRD:	Adoption of Dissolution (CHECK ONE)
	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Diss	olution was approved by vote of the shareholders through voting groups.
	he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
	number of votes cast for dissolution was sufficient for approval by
A1	l shareholders in the single voting group (voting group)
Signe	d this day of February, 19 97
Signature _	(By the Chairman or Vice Chairman of the Board, President, or other officer)
	(2) the challman of the challman of the Board, Plesident, of other officer)
	Derrick W. Brown
	(Typed or printed name)
	President
	(Title)