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PEACOCK & GAFFNEY

PROFESSIONAL ASSOCIATION
2348 SUNSET POINT ROAD
CLEARWATER, FLORIDA 33765

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FAX (727) 401-5546

RAY PEACOCK

PATRICK F. GAFFNEY+

PEGGY BURKE BEVILLE

+ BOARD CERTIFIED
MARITAL & FAMILY LAWYER

February 4, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL. 32301

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-02/09/00--01071--005
*****43.75 *****43.75

Re: Palm Harbor Heating and Air Conditioning, Inc.

Gentlemen:

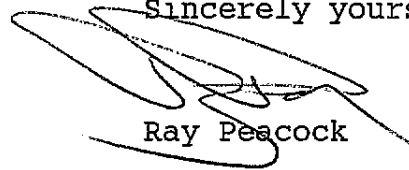
Enclosed herewith please find the Articles of Dissolution for the above-referenced corporation, which we request that you file in your office. Also enclosed is a copy of the same, which we request that you certify and return to us.

Our check in the amount of \$43.75 is enclosed to cover your charges as follows:

Filing Fee	\$35.00
Certified copy	<u>8.75</u>
	\$43.75

If anything further is required, please do not hesitate to contact me.

Sincerely yours,



Ray Peacock

RP:jm

Enclosures

cc: Mr. and Mrs. William G. Ehrbar

Voldis

V. SHEPARD FEB 16 2000

ARTICLES OF DISSOLUTION

PALM HARBOR HEATING AND AIR CONDITIONING, INC. corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is PALM HARBOR HEATING AND AIR CONDITIONING, INC.

SECOND: The Shareholders of the corporation approve the dissolution of the company on February 15, 2000. The signatures of the Shareholders are attached to this Dissolution to indicate their agreement. The Shareholders are William G. Ehrbar and Joyce T. Ehrbar.

THIRD: The Shareholders voted unanimously for dissolution.

EXECUTED: February 15, 2000.

PALM HARBOR HEATING AND
AIR CONDITIONING, INC.

By: Joyce T. Ehrbar

Name: Joyce T. Ehrbar

Title: Corp. Sec./Treas.

APPROVED BY SHAREHOLDERS:

William G. Ehrbar
William G. Ehrbar

Joyce T. Ehrbar
Joyce T. Ehrbar

MINUTES OF SPECIAL MEETING
STOCKHOLDERS AND BOARD OF DIRECTORS
PALM HARBOR HEATING^{AND} AIR CONDITIONING, INC.

A Special Meeting of the Stockholders and Board of Directors of Palm Harbor Heating and Air Conditioning, Inc. was held at 522 Alternate 19, Palm Harbor, Florida 34683 on February 15, 2000.

All of the Stockholders and Directors were present and agreed by their signatures affixed to these Minutes to waive all notice of time, place and purpose of this meeting.

The purpose of the meeting was to discuss the dissolution of the Corporation.

Upon Motion duly made, seconded and passed, it was

"RESOLVED that Articles of Dissolution for the corporation PALM HARBOR HEATING^{AND} AIR CONDITIONING, INC., be prepared and filed with the Secretary of State. The effective date for the dissolution shall be February 15, 2000.

There being no further business, on Motion duly made, seconded and passed the meeting was adjourned.

WALVER:

William G. Ehrbar
William G. Ehrbar

Joyce T. Ehrbar
Secretary

Joyce T. Ehrbar
Joyce T. Ehrbar