

H06968

WORTHINGTON AIR PRODUCTS, INC.

Supermarket Air Conditioning Systems, Engineering & Service

2494 Bayshore Blvd. / Suite 101 / Dunedin, FL 34698 / Telephone (813) 733-5544 / Fax (813) 736-5227

CORPORATE RESOLUTION
OCTOBER 20, 2000

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

The Board of Directors of Worthington Air Products, Inc., met this date and decided upon the following action:

THAT Worthington Air Products, Inc, shall be completely liquidated by December 31, 2000.

THAT all accounts are to be settled prior to final distribution of assets to shareholders.

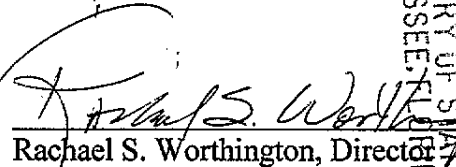
THAT corporate accountants be directed to oversee final distribution of all assets and to file all required final tax returns.

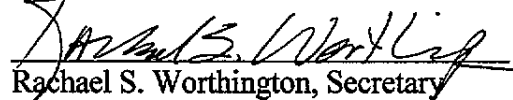
THAT the corporate attorney be directed to file Articles of Dissolution with the Florida Secretary of State.

THAT President, Donald J. Worthington, be directed to oversee the above actions and ensure that they are accomplished in accordance with this Resolution.

There being no further business, the meeting was adjourned.


Donald J. Worthington, Director


Rachael S. Worthington, Director


Rachael S. Worthington, Secretary

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1-26-01
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01 JAN 24 PM 12:50
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

FILED

**ARTICLES OF DISSOLUTION
WORTHINGTON AIR PRODUCTS, INC.**


FILED
01 JAN 24 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

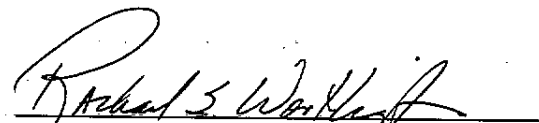
Pursuant to Section 607.1403, Florida Statutes (2000),

Worthington Air Products, Inc. hereby files its Articles of Dissolution.

AS of December 31, 2000, the Dissolution of Worthington Air Products, Inc. is effective pursuant to a unanimous vote of its shareholders, on **October 20, 2000**, authorizing such dissolution.

The unanimous vote of the shareholders is sufficient to authorize the dissolution. The **Corporate Resolution** ALSO authorizing this dissolution is attached hereto and incorporated herein by reference.


Donald V. Worthington, Shareholder
President, Treasurer, Director


Rachael S. Worthington, Shareholder
Vice-President, Secretary, Director

December 31, 2000

Corporate Document # H06968