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*ALSO ADMITTED IN ALABAMA

April 16, 2001

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

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-04/27/01--01052--003
*****43.75 *****43.75

RE: Dissolution of Coast Automotive, Inc. (the "Company")

Dear Sir:

I am enclosing the original and one copy of the Article of Dissolution in connection with the liquidation of the above referenced Company, as well as the resolution passed in regard thereto. I am also enclosing our firm check in the amount of \$43.75 to cover the cost of dissolving the Company in question. If you need any further documentation in order to dissolve the Company, please let me know. If you do not and if you find the enclosures in order, it would be appreciated if you would take the necessary steps to formally dissolve the Company. If you have any questions or problems concerning this matter, please call me collect or in my absence my secretary, Linda. Thereafter, please provide this office with a certificate evidencing that the Company has been dissolved.

Sincerely yours,

ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.



William Scott Foster

WSF/lmw/Dissolve.ltr

Enclosures

cc: Raymond H. McAllister

FILED
01 APR 27 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Valid

MAY 4 2001

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

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01 APR 27 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

1. The name of the corporation is Coast Automotive, Inc., a Florida corporation (the "Corporation").

2. The names and respective addresses of the officers of the Corporation are:

President	Raymond H. McAllister 705 N. Beal Parkway Fort Walton Beach, Florida 32547
Secretary/ Treasurer	Douglas B. Hixson 705 N. Beal Parkway Fort Walton Beach, Florida 32547

3. The names of the Directors of the Corporation are Raymond H. McAllister and Douglas B. Hixson and their collective mailing address for purposes hereof is 705N Beal Parkway, Fort Walton Beach, Florida 32547.

4. All debts, liabilities and other obligations of the Corporation have been paid and discharged or adequate provision has been made therefore.

5. After applying the property and assets of the Corporation to the payment of its debts, liabilities and other obligations, the remaining property and assets of the Corporation have been distributed to the following Stockholders in the following proportions:

<u>STOCKHOLDER</u>	<u>PERCENTAGE INTEREST</u>
Raymond H. McAllister	50%
Douglas B. Hixson	50%

6. There are no actions pending against the Corporation in any Court.

7. A copy of the resolution to dissolve the Corporation adopted by the Board of Directors of the Corporation is attached. Also, the attached resolution was adopted by all the Stockholders of the Corporation on the same date that the same was adopted by the Board of Directors.

WITNESSES:

[Signature]
Print Name: William Scott East

[Signature]
Print Name: Linda M. Wetmore

Coast Automotive, Inc.

By: [Signature]
Raymond H. McAllister
President

ATTEST:

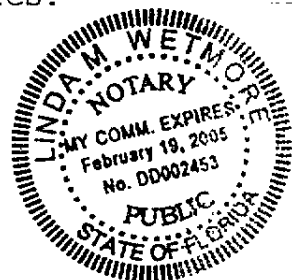
[Signature]
Douglas B. Hixson -
Secretary

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me personally appeared Raymond H. McAllister and Douglas B. Hixson, the President and Secretary, respectively, of the Corporation, and such persons acknowledged before me that such persons executed the foregoing Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 16th day of April, 2001.

[Signature]
Notary Public
My Commission Expires:



CERTIFICATE

I do hereby certify that I am the duly elected and acting Secretary of Coast Automotive, Inc., a Florida corporation (the "Company") and that Exhibit "A" attached hereto and made a part hereof is a true and correct copy of a resolution duly adopted by the Board of Directors and the Stockholders of the Company in connection with the complete liquidation of the Company under the laws of its state of incorporation.

WITNESS my hand as Secretary of the Company this 25th day of

January, 2001.



Douglas B. Hixson - Secretary

STATE OF Alabama

COUNTY OF Mobile

Before me personally appeared Douglas B. Hixson, the Secretary of the Company, and such person acknowledged before me that such person executed the foregoing instrument on behalf of such Company.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 25th day of January, 2001.


Notary Public
My Commission Expires: 11/6/04

PLAN OF LIQUIDATION
(Unanimous Written Consent of
All Directors and Stockholders)

COMPANY: Coast Automotive, Inc., a Florida corporation
 (the "Company")

DATE: Effective January 24, 2001

The undersigned, being all the Directors and Stockholders of the Company, do hereby unanimously consent and approve the following resolutions, all effective as of the date set forth above:

RESOLVED, that the Company shall be liquidated and dissolved in accordance with the following plan of complete liquidation (herein called the "Plan") to be finalized in all events by December 31st of this year.

1. The President of the Company (the "Authorized Officer") shall be authorized and empowered to sell or otherwise liquidate any and all of the assets of the Company which, in such officer's reasonable judgment, should be sold or liquidated to facilitate the liquidation of the Company, which sale shall take place by December 31st of this year (if at all).

2. Prior to the final liquidation of the Company:

(a) All then known debts, obligations and liabilities of the Company which can then be paid shall be paid, or the payment thereof shall be provided for, all as soon as practicable.

The term "debts, obligations and liabilities" shall include, but shall not be limited to, (i) expenses incident to the conduct and winding up of the business and affairs of the Company, (ii) expenditures or allowances made or incurred incident to the sale, liquidation or distribution of the assets of the Company, and (iii) attorneys' and accountants' expenses.

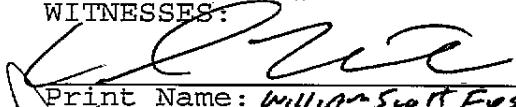
(b) After, and only after, paying or providing for the payment of said debts, liabilities and obligations, there shall be distributed, from time to time as determined and authorized by the Board of Directors of the Company, the remaining assets of the Company to the Stockholders in proportion to their respective stock ownership.

3. The Board of Directors of the Company shall be authorized and empowered to correct any defect or supply any omission in the Plan and reconcile any inconsistency or conflict in the Plan.


4. Upon the distribution of the remaining assets of the Company pursuant to the Plan, the Company shall be dissolved pursuant to the laws of the state in which the Company was established (which dissolution shall take place on or before December 31st of this year).

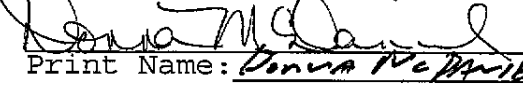
5. The Authorized Officer of the Company shall be authorized, empowered and directed in the name and on behalf of the Company, and under its seal, where desired, to execute, attest, and deliver all contracts, conveyances, bills of sale, assignments, transfers, agreements, letters, notices, certificates, receipts, consents, releases and other instruments and documents deemed by the Authorized Officer of the Company to be proper in carrying out the Plan and to do any and all such acts, deeds and things as the Authorized Officer may deem necessary or appropriate to consummate any sale of any assets of the Company, or to effectuate or carry out the Plan or to effect the dissolution of the Company.


WITNESSES:


Print Name: William Scott Foster


Print Name: Donna McDaniel


Print Name: William Scott Foster


Print Name: Donna McDaniel


Raymond H. McAllister -
Director/Stockholder


Douglas B. Hixson -
Director/Stockholder