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Examiner's Initials

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LAY & COMPANY CONSULTING ENGINEERS

801 S. Ocean Dr. #1110 Ft. Pierce, FL 34949 (561) 468-0319

August 11, 2001

Articles of Dissolution

As per Florida section 607.1403, this Florida for-profit Corporation the following Articles of Dissolution:

FIRST: The name of the Corporation is:

LAY & COMPANY CONSULTING ENGINEERS

SECOND: The motion for Dissolution was unanimously approved by a vote of 100% of the stockholders in a Special Meeting of the stockholders on July 27, 2001.

THIRD: The effective date for Dissolution is to be on or before October 27, 2001.

Signed:

John W. Lay, Jr. President

Lay & Company Consulting Engineers

(A Corporate check for \$35.00 is attached to cover the filing fee for this Voluntary Dissolution.)