SPIRES, WALLACE & COMPANY, P CERTIFIED PUBLIC ACCOUNTANTS

James W. Spires, Jr. Gary F. Wallace

12734 Kenwood Lane, Suite 49 Fort Myers, Florida 33907 Tele: (941) 936-0119 Fax: (941) 936-2037

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September 26, 1997

Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314 500002322755--1 -10/17/97--01021--019 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sirs,

Please find enclosed a copy of the Articles of Dissolution for Metro Auto and Marine, Inc.

Should you have any questions please do not hesitate to call our office.

Sincerely,

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Gary F. Wallace, C.P.A.

GFW/tw



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## 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: METRO AUTO AND MARINE, INC.
118	303 METRO PARKWAY, S.E., FT. MYERS, FL 33912
SECOND:	The date dissolution was authorized: DECEMBER 15, 1996
THIRD:	Adoption of Dissolution (CHECK ONE)
Disse was	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Disso	olution was approved by vote of the shareholders through voting groups.
Ti er	he following statement must be separately provided for each voting group titled to vote separately on the plan to dissolve:
The number of votes cast for dissolution was sufficient for approval by	
	(voting group)
Signed	this 15 day of <u>OCTOBER</u> , 19 <u>97</u>
Signature Kills Mante (By the Chairman or Vice Chairman of the Board, President, or other officer)	
KIRK D. MAUTE	
(Typed or printed name) Recipent (Title)	
	(1110)