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December 13, 1999

Florida Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

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-12/17/99--01058--018
*****35.00 *****35.00

Re: Good Guys, Inc.

Dear Sir:

Enclosed for filing are the Articles of Dissolution of Good Guys, Inc., and our check in the amount of \$35.00 for the filing fee. Please stamp the copy "filed" and return it to us in the enclosed reply envelope.

Sincerely,

Tonya L DuBose

Tonya L. DuBose, Legal Assistant

Enclosures: Articles of Dissolution
Check
Reply Envelope

FILED
99 DEC 17 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Uo/d:is

V. SHEPARD JAN 4 2000

ARTICLES OF DISSOLUTION

Good Guys, Inc.

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is Good Guys, Inc.

ARTICLE II - DATE ARTICLES OF INCORPORATION FILED

The filing date of the articles of incorporation was July 1, 1987.

ARTICLE III - DATE DISSOLUTION AUTHORIZED

The dissolution was authorized on 12/2, 1999.


ARTICLE IV - SHAREHOLDER APPROVAL

The dissolution was approved by a majority of the Corporation's shareholders, which is sufficient for dissolution of the Corporation.

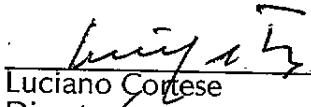
IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officers on 2nd DEC, 1999.

GOOD GUYS, INC.

BY:



William C. Raganella,
Director/President



Luciano Cortese
Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA