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September 25²⁶, 2002

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Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Via Federal Express

RE: THE MILLAR COMPANY, U.S.A., INC.

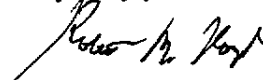
To Whom It May Concern:

Enclosed please find an original and one copy of Articles of Dissolution for THE MILLAR COMPANY, U.S.A., INC. Please file the original Articles of Dissolution and return a certified copy to this office with the filing information noted thereon. A self addressed stamped envelope is provided for this purpose.

Also enclosed is my check in the amount of \$43.75 in payment of the filing fee and certified copy fee.

With best regards.

Very truly yours,


Robert M. Lloyd

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-09/30/02--01013--008
*****43.75 *****43.75

RML/mem

Encl.

cc: Hudson C. Millar, Jr.

FILED
02 SEP 30 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac 9/30
dissol

ARTICLES OF DISSOLUTION
PURSUANT TO
SECTION 607.1403 OF THE FLORIDA STATUTES

FILED
02 SEP 30 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is THE MILLAR COMPANY, U.S.A., INC..
2. Dissolution of the Corporation was authorized on July 23, 2002. The sole shareholder of the Corporation, acting in accordance with Section 607.0704 of the Florida Statutes, authorized such dissolution pursuant to Section 607.1402 of the Florida Statutes.
3. The effective date of these Articles of Dissolution is September 30, 2002.

Dated this 26th day of September, 2002.

THE MILLAR COMPANY, U.S.A., INC..

BY:


HUDSON C. MILLAR, JR., as its President