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ALLEN H. FEIGE CERTIFIED PUBLIC ACCOUNTANT

One Gien Lakes 8140 Walnut Hill Lane Suite 607 Dallas, Texas 75231-4333 December 13, 1996

Tel: (214) 750-4855

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

> Re: Terracan Florida Corporation Terracan Jax Corp. Terracan S.E. Corporation

14 H. H. H. H.

Fax: (214) 750-4858

Dear Sir or Madam:

The above three (3) companies hereby each enclose articles of dissolution to voluntarily dissolve effective immediately.

Enclosed also are the fees for each corporation. There is one check for \$35.00 to cover the articles of dissolution, and one check in the amount of \$61.25, which covers the fee of \$8.75 for a certificate of Status and a fee of \$52.50 for our certified copy of dissolution effective immediately.

For your reference and convenience, I am also enclosing for each corporation a copy of their 1996 Profit Corporation Annual Report, which identifies each corporations state identification number.

Please issue your certificate of dissolution effective immediately. Time is of the essence.

Please send the appropriate documents to me at the address above.

Sincerely,

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Allen H. Feige Certified Public Accountant

AHF:nm

Encl.

ARTICLES OF DISSOLUTION

FILED 96 DEC 16 AN IO: 18 SECRETARY OF STATE TALLAHASSEE FLORIDA Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

| FIRST: | The name of the corporation is: | nis Terracan S.E. Corporation | | |
|------------------|--|--|-------------------------------|---|
| riks I ; | The hane of the corporation is. | · · · · · · · · · · · · · · · · · · · | | |
| SECOND: | The date dissolution was authorized | November 2 | 29, 1996 | |
| 67 TTO D. | Adaption of Dissolution (CUTCY ONT) | | | |
| THIRD: | Adoption of Dissolution (CHECK ONE) | | | |
| | solution was approved by the shareholders. s sufficient for approval. | The number of v | votes cast for di | solution |
| 🖵 Dis: | solution was approved by vote of the shareh | olders through v | oting groups. | |
| | The following statement must be separately entitled to vote separately on the plan to dis | | ch volin <mark>g group</mark> | |
| The | e number of votes cast for dissolution was s | ufficient for appr | oval by | |
| | Common_stock_shar | eholders | | |
| | (voting group) |) - | | |
| Sign | ied this day of | November | | |
| Signature | Horlwat | —) | | |
| | (By the Chauman or Vice Chauman of the Bo | ard, President, or othe | er officer) | |
| | Howard Wortzman | | | |
| | (Typed or printed r | name) | | ۵ (۵۰ ۲۵) ۱۹۹۹ - ۲۰۰۹ ۱۹۹۹ - ۲۰۰۹ ۱۹۹۹ - ۲۰۰۹ - ۲۰۰۹ |
| | V.P. FINANCE | | | |
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