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DELGADO,  
BEFELER,  
STARKMAN &  
MAGOLNICK, P.A.

NationsBank Tower  
100 Southeast 2nd Street, 37th Floor  
Miami, Florida 33131

Telephone (305) 379-8300  
Facsimile (305) 379-4404

GEORGE BEFELER

February 27, 1998

Secretary of State  
Division of Corporations  
Attention: Amendments Department  
Post Office Box 6327  
Tallahassee, Florida 32314

700002444047--4  
-03/02/98--01074--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: DISSOLUTION OF CAROVIER, INC.; OUR FILE NO. ALTA 31 (1113.01)

Dear Sir/Madam:

We are enclosing Articles of Dissolution, Plan of Dissolution and a check made payable to the Secretary of State in the amount of \$35.00 for the dissolution of the above-referenced corporation.

Your assistance is appreciated.

Very truly yours,

DELGADO, BEFELER, STARKMAN & MAGOLNICK, P.A.

  
GEORGE BEFELER, ESQ.

Signed in Mr. Befeler's absence to avoid  
delay in mailing.

GB:kl

Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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03-05-98  
CC

## ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Carovier, Inc.

SECOND: The date dissolution was authorized: November 1, 1997

THIRD: Adoption of Dissolution (CHECK ONE)

X Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

       Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

"The number of votes cast for dissolution was sufficient for approval by \_\_\_\_\_."]

Signed this 1<sup>st</sup> day of November, 1997.

Signature: \_\_\_\_\_

(By the Chairman or Vice Chairman of the Board, President, or other officer)

Frederick A. Bustamante

(Typed or printed name)

President

(Title)

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**EXHIBIT A**

**PLAN OF DISSOLUTION**

**OF**

**CAROVIER, INC.**


At a joint meeting of shareholders and members of the board of directors of CAROVIER, INC., a Florida corporation (the "Corporation"), duly convened in accordance with the laws of the State of Florida, personally appeared Frederick A. Bustamante as the director of the Corporation. Frederick A. Bustamante was appointed as the secretary of the meeting. After a quorum was established, the Corporation took the following actions which were ratified by all of the directors and the shareholders and which have not been canceled:

1. Resolved to liquidate and dissolve CAROVIER, INC., and distribute its assets to its shareholder, Frederick A. Bustamante.

2. Resolved that the Corporation shall exercise its authority to cause the liquidation of said Corporation and the winding up of its affairs.

3. Resolved that the dissolution shall take place immediately upon completion of the acts required for orderly dissolution by the officers of the Corporation. The officers of the Corporations shall file the articles of dissolution after the provision of any notice to potential claimants which may be required under §607.1406, Florida Statutes, and the taking of any other actions required under the laws of the State of Florida.

There being no further business to come before the meeting, the meeting was thereupon adjourned.

  
Frederick A. Bustamante  
Secretary of the Meeting