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Steven H. Kane* Jeffrey M. Koltun**

*L.L.M. in Taxation Florida Board Certified in Wills, Estates and Trusts

**Also admitted in Ohio and Kentucky

KANE AND KOLTUN

ATTORNEYS AT LAW
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Suite 100 Maitland, Florida 32751

Telephone: (407) 661-1177 • Telepax: (407) 660-6031 E-Mail: lawoffices@kaneandkoltun.com Elisa A. Cawood***
David L. Jacquot****

***Also admitted in Kentucky and Missouri

****Also admitted in Indiana

April 8, 2005

Secretary of State Bureau of Corporate Records Attention: Corporations Division Post Office Box 6327 Tallahassee, Florida 32314

Re: MA Wheels, LLC

Effective Date: Date of Filing

Dear Sir or Madam:

In connection with the dissolution of the above limited liability company, we have enclosed the following:

- 1. A signed original and one copy of the Articles of Dissolution of MA Wheels, LLC, a Florida limited liability company. The Articles provide for the dissolution of the limited liability company effective as of the date of filing.
- 2. A check in the amount of \$25.00 payable to the Department of State to cover the filing fee.

Please endorse your approval of the Articles of Dissolution on the duplicate copy and return it to me at your earliest convenience.

Please contact me if you have any questions or need additional information.

effrey M. Koltun

cc: Mr. Andrew S. McPherson

ARTICLES OF DISSOLUTION OF MA WHEELS, LLC

Pursuant to the provisions of Section 608.445, *Florida Statutes*, the undersigned Florida limited liability company hereby adopts the following Articles of Dissolution:

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

The name of the limited liability company is MA WHEELS, LLC.

ARTICLE II - EFFECTIVE DATE OF DISSOLUTION

This limited liability company shall be dissolved effective as of the date of filing of these Articles of Dissolution with the Department of State.

ARTICLE III - APPROVAL OF DISSOLUTION

Pursuant to Section 608.441, Florida Statutes, all of the members of the limited liability company have by written consent unanimously approved of the dissolution of the limited liability company.

ARTICLE IV - ASSETS, LIABILITIES, AND CLAIMS

All debts, obligations, and liabilities of the limited liability company have been paid or discharged. All remaining property and assets have been distributed among the members of the limited liability company in accordance with their respective rights and interests. There are no suits pending against the limited liability company in any court.

Andrew S. McPherson, Member

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Andrew S. McPherson, Member