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## ROGERS, MORRIS & ZIEGLER LLP

ATTORNEYS AT LAW

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April 26, 2006

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

VALSO ADMITTED TO TEXAS BAR

Re: Interstate Construction Services, Inc.

Dear Sir or Madam:

Enclosed for filing is an original Unanimous Consent Action and Articles of Dissolution, along with copies of same, for the above referenced corporation.

Kindly receipt-stamp the copies and return same to me in the postage-paid provided for your convenience.

Thank you in advance for your prompt attention to this matter.

Sincerely,

ROGERS, MORRIS & ZIEGLER LLP

Dictated by Mr. Rogers and mailed in his absence to expedite

Romney C. Rogers

RCR:jk Enclosures

# **ARTICLES OF DISSOLUTION**

DIVISION DE CORPORATIONE OG MAY - 1 PM 12: 14

OF

# INTERSTATE CONSTRUCTION SERVICES, INC.

# **PURSUANT TO FLORIDA STATUTE 607.1401**

# Article I - Name

The name of the corporation as currently filed with the Florida Department of State is

INTERSTATE CONSTRUCTION SERVICES, INC.

### Article II - Document Number

The document number of the corporation is L 42882

#### Article III - File Date

The file date of the Articles of Incorporation is January 11, 1990.

### Article IV - Corporate Debt

No debt of the corporation remains unpaid.

# Article V - Net Assets

The net assets of the corporation remaining after winding up have been distributed to shareholders.

# Article VI - Authorization of Dissolution

All stockholders and directors authorize the dissolution.

IN WITNESS WHEREOF, the undersigned, as President and Director of the corporation,

executed the foregoing Articles of Dissolution this 1 day of 0 and 0 day of 0 da

JAY JACKSON, President & Director

#### UNANIMOUS CONSENT ACTION

### OF THE

### **BOARD OF DIRECTORS AND STOCKHOLDERS**

#### OF

# INTERSTATE CONSTRUCTION SERVICES, INC. PURSUANT TO FLORIDA STATUTE 607.0704

The undersigned, who consist of all of the Board of Directors and stockholders of record of INTERSTATE CONSTRUCTION SERVICES, INC., a Florida Corporation (the "Company"), hereby agree, adopt and consent to the following corporate action:

1. The undersigned waive all requirements of formal notice of the meeting of the directors and stockholders.

 The undersigned unanimously agree to authorize the President to execute Articles of Dissolution of the Corporation, effective July 31, 2005, a copy of which is attached to this Unanimous Consent.

Witnessed herein, the undersigned as all of the directors and shareholders of the Company, who executed the foregoing corporate action for the purposes stated.

Dated: Actaber 12, 2005

resident & Director

AY JACKSON, President & Director

M. MARKS, Vice President & Director

ORRIS, Secretary/Treasurer/Director