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DISSOLUTION

VEHICLE PROTECTION CORP.

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LAW OFFICES

Bernard A. Singer, P.A. BOARD CERTIFIED TAX LAWYER

HOLLYWOOD: 4925 Sheridan Street Suite A Hollywood, Florida 33021

BOCA RATON: 5100 Town Center Circle Suite 330 Boca Raton, Florida 33486 TELEPHONES:

Hollywood/Broward: (954) 985-8600 Boca Raton: (561) 347-0577 Miami-Dade: (305) 892-8512 Telecopier: (954) 985-8477 E-Mail: BernieSinger@lawyer.com

> REPLY TO: HOLLYWOOD OFFICE

March 29, 1999

Secretary of State Attn: Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: Articles of Dissolution of Vehicle Protection Corp.

Dear Ladies and Gentlemen:

Enclosed for filing is the Articles of Dissolution of Vehicle Protection Corp. Please note there is an effective date of March 30, 1999.

Very truly yours,

Bernard A. Singer

BAS/id Encis.

cc: James S. Carroll

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ARTICLES OF DISSOLUTION

OF

VEHICLE PROTECTION CORP.



Pursuant to the provisions of Sections 607.1402 and 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 Vehicle Protection Corp.
- 2. The dissolution of this corporation was authorized and unanimously adopted by the sole Shareholder of this Corporation on March 15, 1999, after recommendation and approval of same by the unanimous vote of the Board of Directors of this Corporation on the same date. The sole Shareholder of this Corporation was entitled to vote and all of those shares voting approved the dissolution of this Corporation. The number of votes cast for the dissolution by the sole Shareholder was sufficient for approval of dissolution.
 - 3. The effective date of this dissolution shall be March 30, 1999.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Dissolution this ______ day of March, 1999.

W/CandR/PC/Discolation/URTICLE.DIS

This document was prepared by: Bernard A. Singer, Esq. 4925 Sheridan Street, Suite A Hollywood, FL 33021 (954) 985-8600 Florida Bar# 240761

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CARROLL, President