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01 FEB -7 PM 4:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 994374 7129309

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pigute*

ORDER DATE : February 7, 2001

ORDER TIME : 2:27 PM

ORDER NO. : 994374-010

CUSTOMER NO: 7129309

400003656574--1

CUSTOMER: Mr. Thomas A. Moseley  
Thomas A. Moseley Chartered  
1724 Manatee Avenue West

Bradenton, FL 34205

DOMESTIC FILINGS

NAME: PAWN SHOP, INC.

XX ARTICLES OF DISSOLUTION

*Dix  
2-7-01  
BAS*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT# 1135

EXAMINER'S INITIALS:

RECEIVED  
01 FEB -7 PM 3:00  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION  
OF  
PAWN SHOP, INC.

FILED  
01 FEB -7 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of this Corporation is PAWN SHOP, INC., which was duly incorporated on June 13, 1988, by the State of Florida.

2. The name, title and post office address of each of the officers of the Corporation are as follows:

President, Secretary and Treasurer:

Paul L. Close  
6658 Windjammer Place  
Bradenton, Florida 34202

3. The name and post office address of each of the directors of the Corporation are as follows:

Paul L. Close  
6658 Windjammer Place  
Bradenton, Florida 34202

4. All debts, obligations and liabilities of this Corporation have been paid or discharged.

5. All the remaining property, cash and assets of this Corporation will be distributed among its shareholders according to their respective rights and interests.

6. There are no actions pending against the Corporation.

7. On February 6, 2001, the Corporation elected to dissolve on the unanimous written consent of its shareholders and directors, effective February 6, 2001. A copy of the consent is incorporated and attached as Exhibit A. The number of votes cast by the shareholders for dissolution was sufficient for approval.

8. The Corporation shall be dissolved effective February 6, 2001.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on February 6, 2001, in Manatee County, Florida.

Pawn Shop, Inc.

By: Paul L. Close  
Paul L. Close  
As Its President

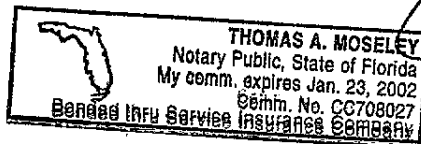
ATTEST:

Paul L. Close  
Secretary

(SEAL)

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing Articles of Dissolution of Pawn Shop, Inc., were acknowledged before me on February 6, 2001, by Paul L. Close, as President of Pawn Shop, Inc., on behalf of the corporation, who is personally known to me, or who produced \_\_\_\_\_ as identification.



Thomas A. Moseley  
Notary Public

Printed Name:

My Commission Expires:

EXHIBIT "A"

ACTION BY UNANIMOUS WRITTEN CONSENT  
OF THE  
SHAREHOLDERS AND DIRECTORS OF  
PAWN SHOP, INC.

We, the undersigned, being the shareholders and directors of PAWN SHOP, INC., do hereby adopt the following resolutions, taking said action in lieu of a meeting as permitted by Florida Statutes §607.0704 and §607.0821.

WHEREAS, the shareholders and directors of the Corporation have determined that it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and

WHEREAS, the shareholders and directors must adopt and hereby adopt a plan of liquidation and dissolution of the Corporation;

RESOLVED, that the following plan of liquidation is adopted to assemble and marshal the assets of the Corporation, pay or make adequate provisions for the creditors and debtors of the Corporation, and apportion the remaining assets among the shareholders according to their respective interests:

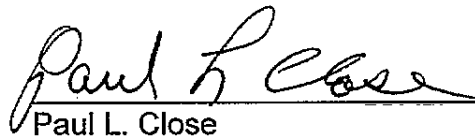
1. The Corporation shall be liquidated pursuant to §607.1402 of the Florida Statutes, effective February 6, 2001.
2. All the liabilities and obligations of the Corporation will be paid or discharged, or adequate provisions will be made therefor.
3. The officers of the Corporation are authorized to sell or otherwise liquidate all the properties and assets of the Corporation that they deem necessary or advantageous to facilitate the liquidation of the Corporation.
4. The officers of the Corporation are authorized to do any and all things

necessary or convenient to carry these resolutions into effect, including but not limited to:

- (a) executing any and all instruments of conveyance;
- (b) paying all taxes and fees;
- (c) doing all other things necessary or convenient to effect the dissolution of the Corporation.

5. After the provision for, or the payment of, the known debts and liabilities of the Corporation, the officers are authorized and directed to distribute the remaining cash or other assets of the Corporation to the shareholders or record according to their respective rights and interests in exchange for all their stock in the Corporation.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent in lieu of a special meeting of the Shareholders and Directors of PAWN SHOP, INC. effective this 6 day of February, 2001.

A handwritten signature in cursive script, reading "Paul L. Close", is written over a horizontal line.

Paul L. Close  
Sole Shareholder and Director