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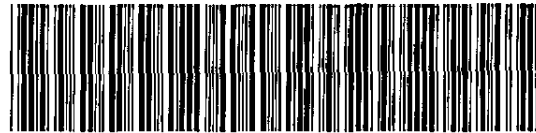
(Business Entity Name)

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AMERICAN IMPORTERS ASSOCIATION

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www.americanimporters.org info@americanimporters.org

21 December 2004

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

Dear Division of Corporations:

We have withdrawn our application to the US Internal Revenue Service for classification as a not-for-profit corporation. The process became ridiculously complicated.

We would like to close the Florida not-for-profit company as of 31 December 2004 (EIN: 13-4224290) and start a for-profit corporation (EIN: 20-2022409) on 01 January 2005.

The name of the company would remain the same – American Importers Association, Inc. Two of the owners would remain the same. The third owner of the not-for-profit will not be joining the new company because of health reasons.

The new company will be staffed entirely by volunteers. There will be no payroll or wages paid ever.

Thank you.

Sincerely yours,

Phillip W. Byrd.
Secretary/Treasurer

ARTICLES OF DISSOLUTION

Pursuant to Section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is American Importers Association, Inc.

SECOND: Adoption of dissolution

The date of the meeting of members at which the resolution to dissolve was adopted was 17 December 2004.

The number of votes cast for dissolution was sufficient for approval.

Signed this 18th day of December, 2004.

Signature: _____

Phillip W. Byrd

Printed Name: _____

Phillip W. Byrd

Title: _____

Chairman of the Board.

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