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Newberry, Florida 32669-0942  
U S A

August 21, 2002

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

Re: Articles of Dissolution  
for  
Gray Line Distributing, Inc.

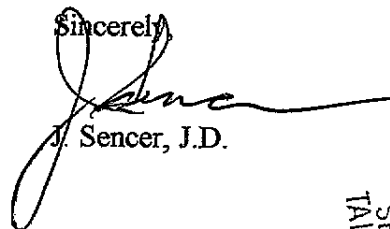
Dear Division:

Enclosed you will find the following:

1. Original of the Articles of Dissolution for the corporation referenced in the caption, and,
2. A check in the amount of \$35.00 applicable to filing the Articles of Dissolution.

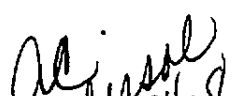
Please file the enclosed Articles of Dissolution and contact me if there are any questions.  
Thank you for your assistance.

Sincerely,

  
J. Sencer, J.D.

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-08/26/02--01085--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

FILED  
02 AUG 26 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ARTICLES OF DISSOLUTION  
OF  
GRAY LINE DISTRIBUTING, INC.

FILED  
02 AUG 26 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, the President and sole Director respectively, hereby file these Articles of Dissolution under section 607.1402, Florida Statutes, as amended:

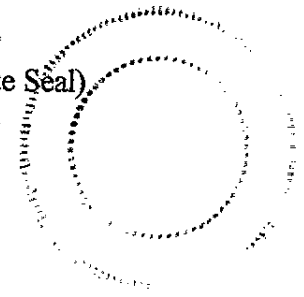
1. The name of the corporation is Gray Line Distributing, Inc.
2. Dissolution of this corporation was authorized as of August 1, 2002.
3. Dissolution of this corporation was unanimously approved by the Shareholders and such unanimous vote was sufficient for approval.
4. Dissolution of this corporation did not require the vote of voting groups.
5. The corporation elected to dissolve in accordance with section 607.1402, Florida Statutes, as amended, and copies of the Waiver of Notice of the Special Meeting of the Board of Directors, the Minutes of the Special Meeting of the Board of Directors, the Notice of Special Meeting of the Stockholders and the Minutes of the Special Meeting of the Stockholders adopting the proposed Articles of Dissolution are attached hereto and made a part hereof.

IN WITNESS WHEREOF the undersigned, as President, executes these Articles of Dissolution this 1st day of August 2002.

Gray Line Distributing, Inc.

By Stephen G. Padgett  
Stephen G. Padgett, President

(Corporate Seal)



MINUTES OF SPECIAL MEETING  
OF THE  
BOARD OF DIRECTORS  
OF  
GRAY LINE DISTRIBUTING, INC.

A special meeting of the Board of Directors of the above captioned Corporation was held on the date, time and at the place set forth in the written Waiver of Notice signed by all the Directors fixing such time and place, and prefixed to the minutes of this meeting.

All the members of the Board of Directors being present, the meeting was called to order by the President. The President then advised that, for business considerations, it would be necessary for the corporation to be dissolved in accordance with the laws of the State of Florida. Upon motion duly made, seconded and unanimously carried it was


RESOLVED that the Board of Directors does hereby adopt this resolution recommending that the corporation be dissolved and directing that the question of such dissolution be submitted to a vote at a meeting of shareholders, which meeting may be either an annual or a special meeting; and,

RESOLVED, that written notice shall be given to each Shareholder of record entitled to vote at such meeting within the time and in the manner provided by Florida law; and,

RESOLVED, that at such meeting a vote of Shareholders entitled to vote shall be taken on this resolution to dissolve the corporation; and,

RESOLVED, that upon the adoption of such resolution the corporation shall file Articles of Dissolution as required by the laws of the State of Florida.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the same was adjourned.

  
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Stephen G. Padgett, Director

WAIVER OF NOTICE OF SPECIAL MEETING  
OF THE  
BOARD OF DIRECTORS  
OF  
GRAY LINE DISTRIBUTING, INC.

The undersigned, being all of the Directors of the corporation, hereby agree and consent that a special meeting of the Board of Directors of the corporation be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

It is further agreed and consented to that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof as may be deemed advisable by the Directors then present. Any business transacted at such meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

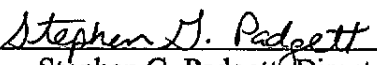
Place of Meeting: 6207 NW 37th Drive  
Gainesville, FL 32653

Date of Meeting: August 1, 2002

Time of Meeting: 5:00 pm

Purpose of Meeting: To consider adopting a resolution recommending that the corporation be dissolved

Dated: August 1, 2002

  
Stephen G. Padgett, Director