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Constitute MAY 1 3 2004

Patrick M. Burns, CPA, PA

Accountants, Consultants, and Tax Professionals

Amendment Section Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: Autocount USA, Inc. FL Document # P 01000051592

Dear Sir or Madam:

Please note that I represent Robert A. Starr, Sr., the President of Autocount, USA, Inc. in all federal, state, and local tax related matters. Enclosed please find the Articles of Dissolution for Autocount USA, Inc., along with a check for the filing fee in the amount of \$35.00, and a Certificate of Status for \$8.75, totaling \$43.75. Please process the dissolution as soon as possible and notify me if you require anything further to dissolve this entity.

If you have any questions or concerns, please feel free to contact me directly at (407) 228-4443. Thank you for your prompt assistance in this matter.

Sincerely,

Patrick Burns, CPA

ARTICLES OF DISSOLUTION

Pursuant to articles of d	607.1401, Florida Statutes, this Florida profit corporation submits the following issolution:
FIRST:	The name of the corporation is: AUTOCOUNT USA,INC.
SECOND: THIRD:	The filing date of the articles of incorporation was: 5/17/2001 (CHECK ONE)
	None of the corporation's shares have been issued.
	The corporation has not commenced business.
FOURTH:	No debt of the corporation remains unpaid.
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
SIXTH:	Adoption of Dissolution (CHECK ONE)
	A majority of the directors authorized the dissolution.
	\square A majority of the directors authorized the dissolution.
AUFHOE Sig	gned this 6th day of MAY, 2004.
Signat	ure (By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)
	POBERT A. STARR, SR. (Typed or printed name)
	PRESIDENT

(Title)