

P02000043972

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December 30, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Gulf Coast Asset Management, Inc.

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF DISSOLUTION

OF

GULF COAST ASSET MANAGEMENT, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 DEC 30 PM 12: 34

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FIRST: The name of this Corporation is:

GULF COAST ASSET MANAGEMENT, INC.

SECOND: The date of filing of the Articles of Incorporation of GULF COAST ASSET MANAGEMENT, INC. ("**Corporation**") with the Florida Department of State was April 23, 2002. The Corporation was assigned Document Number P02000043972.

THIRD: Dissolution of the Company was authorized on the 27 day of December 2005, by joint Resolution of the Board of Directors and Shareholders and by unanimous vote of the Shareholders on said date.

FOURTH: All shares of common stock of the Company outstanding and entitled to vote on the matter of dissolution voted for dissolution. No voting by groups or classes is required, and the vote cast for dissolution is sufficient for approval of dissolution.

IN WITNESS WHEREOF, GULF COAST ASSET MANAGEMENT, INC., has caused these Articles of Dissolution to be executed in its corporate name by its president, and its corporate seal to be affixed, attested by its authorized treasurer, duly authorized by its Board of Directors and approved by its Shareholders, as of this 27 day of December, 2005.

GULF COAST ASSET MANAGEMENT, INC.
a Florida corporation

By: Ann S. Rogers
Print: Ann S. Rogers
Title: President

(CORPORATE SEAL)

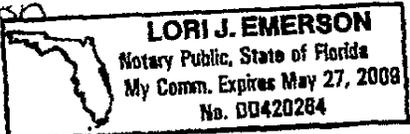
ATTEST: Ann S. Rogers
Print: Ann S. Rogers
Title: Secretary

STATE OF FLORIDA :

COUNTY OF PINELLAS :

The foregoing instrument was acknowledged before me this 27 day of December, 2005, by Ann S. Rogers, as President and Secretary of GULF COAST ASSET MANAGEMENT, INC., a Florida corporation, on behalf of the corporation, after having been duly authorized to so do. She is personally known to me or has produced _____ as identification.

Signature of Acknowledger: Lori J. Emerson
Printed Name of Acknowledger: Lori J. Emerson
Title or Rank of Acknowledger: NOTARY PUBLIC
STATE OF FLORIDA
My Commission Expires:
(NOTARY PUBLIC SEAL)



CONSENT OF SHAREHOLDERS AND DIRECTORS TO DISSOLUTION

The undersigned, ANN S. ROGERS being the sole owner of all shares of the capital stock of GULF COAST ASSET MANAGEMENT, INC., a Florida corporation (this being all of the issued and outstanding capital stock of said Corporation exclusive of Treasury Stock, if any), and ANN S. ROGERS being the duly qualified and acting director of GULF COAST ASSET MANAGEMENT, INC., a Florida Corporation, does hereby consent to the voluntary dissolution of said corporation as of the 27 day of December 2005, and the president or vice-president and the secretary or treasurer secretary of said Corporation are hereby authorized to execute and file Articles of Dissolution with the Florida Department of State.

Ann S. Rogers
ANN S. ROGERS

SHAREHOLDER

Ann S. Rogers
ANN S. ROGERS

DIRECTOR