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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

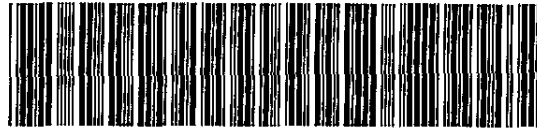
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05/02/03--01038--003 **55.00

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

03 JUN -2 PM 2:06

FILED

May 29, 2003

**Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314**

Dear Sir or Madam:

I am enclosing my check in the amount of \$35 for the filing fee for the articles of dissolution.

I am also enclosing the Articles of Dissolution with information, and signed by me.

You may contact me at my home address or by telephone listed below.

**90 Edgewater Drive
Apt. 720
Coral Gables, Florida 33133
Telephone: 305-666-6364 or 305-505-4705 cellular**

Yours truly,



Michael Brooks

ARTICLES OF DISSOLUTION

FILED
03 JUN -2 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: BROOKS AVIATION, INC.

SECOND: The filing date of the articles of incorporation was: 13 th of August, 2002

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

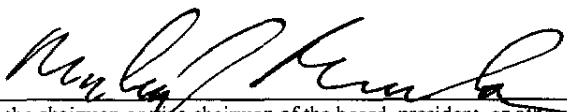
FOURTH: No debt of the corporation remains unpaid.

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 incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 18 day of March, 2003

Signature 
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Michael Brooks
(Typed or printed name)

President
(Title)