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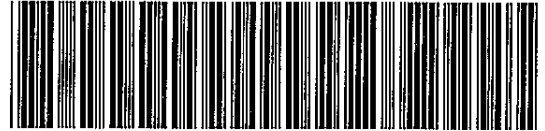
(Business Entity Name)

(Document Number)

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

1/5 12/9/05
DISS

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LAND USE COORDINATOR
PETER D. BACHELER

December 1, 2005

Secretary of State
Division of Corporations
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

Re: Cottrell Marine Products, Inc.

Dear Sir or Madam:

Enclosed please find two Articles of Dissolution, copy of the Corporate Resolution and our check in the sum of \$35.00 to cover the cost of filing.

Please return a conformed copy of the Articles as your earliest convenience.

Very truly yours,



Debbie Boyce, Secretary to
James S. Lupino

DB:db
Enclosures

FILED

**ARTICLES OF DISSOLUTION
OF
COTTRELL MARINE PRODUCTS, INC.**

05 DEC -5 PM 4: 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is COTTRELL MARINE PRODUCTS, INC.

ARTICLE II

The date dissolution was authorized: October 15, 2005. A copy of the resolution by the Board of Directors to dissolve the corporation is attached.

ARTICLE III

Dissolution was approved by the shareholders pursuant to Florida Statute 607.1403. The number of votes cast for dissolution was sufficient for approval. An executed copy of the written consent of the shareholders to dissolve the corporation is attached. This written consent has been signed by all shareholders of the corporation.

ARTICLE IV

All debts, obligations and liabilities of the corporation have been paid, discharged or adequate provision has been made for them.

ARTICLE V

All of the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interest.

ARTICLE VI

There are no actions pending against the corporation in any court of adequate provision has been made for the satisfaction of any judgment, order of decree that may be entered against the

corporation.

Signed this 29 day of Nov, 2005.

COTTRELL MARINE PRODUCTS, INC.

By: Gordon Cottrell

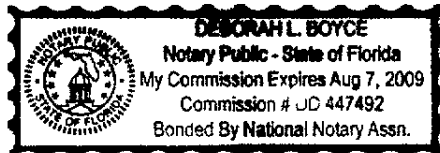
as President

Attest:

Susan K. Gorthy
as Secretary

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 29 day of Nov, 2005, by GORDON COTTRELL, as President of COTTRELL MARINE PRODUCTS, INC., a Florida corporation, on behalf of the corporation. I relied upon the following form of identification of the above named person: drivers license.

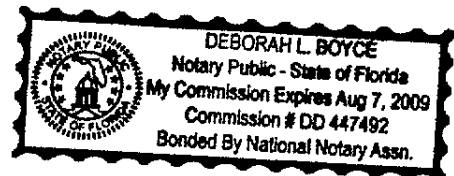


Deborah L. Boyce
Notary Public
Print Name Deborah L. Boyce
My Commission Expires:

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 29 day of Nov, 2005, by SUSAN K. GORTHY, as Secretary of COTTRELL MARINE PRODUCTS, INC., a Florida corporation, on behalf of the corporation. I relied upon the following form of identification of the above named person: drivers license.

Deborah L. Boyce
Notary Public
Print Name Deborah L. Boyce
My Commission Expires:



CORPORATE RESOLUTION

I, GORDON COTTRELL, as President of COTTRELL MARINE PRODUCTS, INC., a Florida corporation, hereinafter referred to as the "Company", state I am familiar with the Company books and records.

A special meeting of the Board of Directors and Shareholders of the Company was held on October 15, 2005, at 101801 Overseas Highway, Key Largo, Florida. A quorum of each was present and acting throughout the meeting. The following resolution was unanimously adopted as such meeting and remains in full force and effect.

RESOLVED, the President of the company, Gordon Cottrell, or such other officers as may be designated by the president are hereby authorized, empowered and directed to take any and all action necessary and desirable to sign any and all documents required to effect the dissolution of the Corporation.

I HEREBY CERTIFY the foregoing resolution was passed by the Board of Directors of the Corporation and is part of the official corporate records of COTTRELL MARINE PRODUCTS, INC.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 29 day of Nov., 2005.


GORDON COTTRELL

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 29 day of Nov.,

2005, by GORDON COTTRELL, who supplied the following form of identification
driver's license.

Deborah L. Boyce
Notary Public
Print Name Deborah L. Boyce
My Commission Expires

