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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN NOV 18 2004

Dissolution

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of SmartCAT, Inc.

DOCUMENT NUMBER: PO 4000118112

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Barbara Mixson, Secretary/Treasurer
(Name of Person)

SmartCAT, Inc.
(Name of Firm/Company)

5386 Ezell St.
(Address)

Graceville, FL 32440
(City/State/and Zip Code)

For further information concerning this matter, please call:

Barbara Mixson at (850) 263-4402 Ext. 226
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

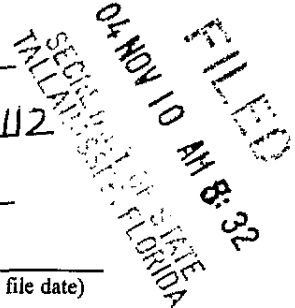
FIRST: The name of the corporation as currently filed with the Department of State:

SmartCAT, Inc.

SECOND: The document number of the corporation (if known): PO 4000118112

THIRD: The date dissolution was authorized: November 3, 2004

Effective date of dissolution if applicable: (no more than 90 days after dissolution file date)



FOURTH: Adoption of Dissolution (CHECK ONE)

[X] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

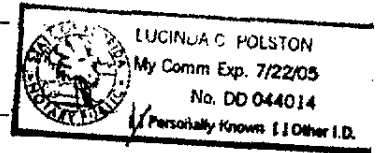
[] Dissolution was approved by of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 9 day of November, 2004



Signature: Barbara Mixson Lucinda C. Polston (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Barbara Mixson (Typed or printed name of person signing)

Secretary / Treasurer (Title of person signing)

Filing Fee: \$35