

From the desk of Richard M. Georges

August 24, 1999

RE: DAVRON MARKETING, INC.

Attached please find a Statement of Intent to Dissolve, Articles of Dissolution and check in the amount of \$35.00 for filing same.

P92000010880

To:

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Law Offices
Richard M. Georges, P.A.
3656 First Avenue North
St. Petersburg, FL 33713
(727) 321-4420

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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V. SHEPARD SEP 8 1999

ARTICLES OF DISSOLUTION
OF
DAVRON MARKETING, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned officers of DAVRON MARKETING, INC. (hereinafter referred to as the corporation), desiring to give notice of corporate action effectuating the dissolution of the corporation pursuant to the provisions of the Florida Corporation Act Corporation Act, as amended (hereinafter referred to as the act), certify the following facts:

FIRST: Name. The name of the corporation is DAVRON MARKETING, INC..

SECOND: Principal Office. The place where its principal office is located is 5523 Greyston St., Palm Harbor, Florida.

THIRD: Date and Copy of Notice Of Shareholders' Meeting. The date of the meeting of the shareholders of the corporation, at which the dissolution was authorized, is July 15, 1999 and a copy of the notice of such meeting is here set forth as follows:

DAVRON MARKETING, INC.

Notice of a Special Meeting of Shareholders to be held July 15, 1999

To the Shareholders:

Notice is hereby given that a special meeting of shareholders of DAVRON MARKETING, INC., an Florida Corporation, will be held at the principal office of the corporation, 5523 Greyston St., Palm Harbor, Florida at 10:00 A.M., Eastern Time, on July 15, 1999, for the purpose of considering and voting upon the question of voluntarily liquidating and dissolving the corporation by July 15, 1999 or as soon thereafter as possible.

Only shareholders of record at the close of business on July 15, 1999, are entitled to notice of and to vote at such meeting.

By order of the board of directors.

DAVRON MARKETING, INC.

By FRAN DAVID
FRAN DAVID, Secretary

FOURTH: Resolutions of Shareholders. A copy of the resolutions of shareholders adopted at such meeting, authorizing the dissolution, is here set forth as follows:

Resolved, that the shareholders of DAVRON MARKETING, INC. do hereby authorize, approve and direct the voluntary liquidation and dissolution of DAVRON MARKETING, INC. by July 15, 1999, or as soon thereafter as possible.

Resolved, that the board of directors and officers of DAVRON MARKETING, INC. are hereby authorized and directed, for and on behalf of the corporation and its shareholders, to take all necessary action to effect the liquidation and dissolution of the corporation by July 15, 1999 or as soon thereafter as possible, in accordance with the provisions of the Florida Corporation Act Corporation Act, other applicable laws, and the articles of incorporation and code of bylaws of the corporation.

FIFTH: Manner of Adoption and Vote.

1. Action by Directors

The board of directors of the corporation, at a meeting thereof, duly called, constituted and held on July 15, 1999, at which a quorum of such board of directors was present, duly adopted a resolution submitting the question of dissolving the corporation to a vote of the shareholders of the corporation entitled to vote in respect thereof; and called a meeting of such shareholders, to be held July 15, 1999, to authorize or reject such dissolution.

2. Action by Shareholders

The shareholders of the corporation entitled to vote in respect of such dissolution, at the meeting thereof, duly called, constituted and held on the date set forth in article III hereof, at which all the shareholders of the corporation were present in person or by proxy, adopted the resolution set forth in article IV hereof.

The number of shares entitled to vote in respect of such resolution, the number of shares voted in favor of the adoption of such resolution, and the number of shares voted against such adoption, are as follows: 20 shares were entitled to vote; 20 shares were voted in favor of the adoption of such resolution and 0 shares were voted against such adoption.

3. Compliance with Legal Requirements

The manner of the adoption of such resolution, and the vote by which it was adopted, constitute full legal compliance with the provisions of the act, the articles of incorporation, and the bylaws of the corporation.

SIXTH: Notice of Dissolution.

1. Copy of Notice

A copy of the notice of the proposed dissolution of the corporation is as follows:

To the Creditors of DAVRON MARKETING, INC.:

Please take notice that DAVRON MARKETING, INC., a corporation organized and existing under the Florida Corporation Act Corporation Act with its principal place of business at 5523 Greyston St. is about to be voluntarily dissolved under and pursuant to resolutions of its directors and shareholders in accordance with the Florida Corporation Act, as amended.

By order of the board of directors.

DAVRON MARKETING, INC.

By 
FRAN DAVID, Secretary

SEVENTH: Directors and Officers. The names and addresses of the existing directors of the corporation are as follows:

FRAN DAVID
5523 Greyston St.
Palm Harbor, Florida

The names and addresses of the existing officers of the corporation are as follows:

FRAN DAVID
5523 Greyston St.
Palm Harbor, Florida

EIGHTH: Debts and Liabilities.

A complete itemized list of all the corporate debts and liabilities of the corporation existing at the time of the adoption of such resolution or thereafter incurred, and the date and manner of payment of each such debt and liability, is here set forth as follows:

NINTH: Corporate Assets and Property Distributed.

A complete itemized list of all the corporate assets and property distributed to the shareholders of the corporation, the name of each such shareholders, the amount distributed to each such shareholder, and the date of distribution, is here set forth as follows:

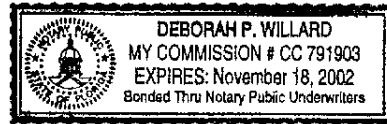
In witness whereof, the undersigned officers executed these articles of dissolution, and certify to the truth of the facts herein stated, this 15th day of July, 1999.

STATE OF FLORIDA)
) ss:
COUNTY OF PINELLAS)

I, the undersigned, a notary public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that FRAN DAVID, the president, and FRAN DAVID, the secretary of DAVRON MARKETING, INC., the officers executing the foregoing

articles of dissolution, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated. Witness my hand and notarial seal this 19th day of AUGUST, 1999.

Deborah P. Willard
Notary Public



My Commission expires 11-18-02

STATEMENT OF INTENT TO DISSOLVE

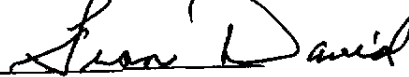
DAVRON MARKETING, INC..

BY WRITTEN CONSENT OF ALL OF THE SHAREHOLDERS

Pursuant to the provisions of Section 607.254 of the Florida General Corporation Act, the undersigned corporation submits the following statement of intent to dissolve the corporation upon written consent of all its shareholders:


1. The name of the corporation is DAVRON MARKETING, INC.
2. All of the shareholders of the corporation hereby authorize the dissolution of the corporation.

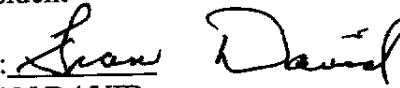
SHAREHOLDERS


FRAN DAVID

Dated 8-18, 1999

DAVRON MARKETING, INC.

By: 
FRAN DAVID
President

and: 
FRAN DAVID
Secretary