P9200015238 OUGHTERSON, SUNDHEIM & WOODS, P. A.

310 SW OCEAN BOULEVARD STUART, FLORIDA 34994-2007

WM. A. OUGHTERSON FREDERICK G. SUNDHEIM, JR. WALTER G. WOODS* (561) 287-0660 (561) 334-0108 FAX (561) 287-0422 E-MAIL oswpa@bellsouth.net

* BOARD CERTIFIED REAL ESTATE LAWYER.

March 10, 2000

Division of Corporations Secretary of State Post Office Box 6327 Tallahassee, Florida 32314

RE: B & P Racing, Inc.

500003176355--5 -03/20/00--01122--001 *****35.00 *****35.00

Dear Sirs:

I have enclosed a check in the amount of \$35.00 to cover your filing fee and obtaining a certified copy of the enclosed Articles of Dissolution for the above corporation.

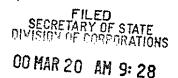
Once the Articles have been filed, please return same to my office in the enclosed self addressed stamped envelope.

Sincerely yours,

rederick G. Sundheim, Jr.

FGS:sn Encls. SEGRETARY OF STATE ON SIDE OF CAMPORATIONS

Dissolution HT



ARTICLES OF DISSOLUTION

WE, the undersigned, President and Secretary, respectively of B & P Racing, Inc., a Florida corporation, do hereby, for the purpose of complying with the provisions of Section

- 607. F.S.A., in relation to the Articles of Dissolution which hereby, make and attest to the following statement:
 - A. The name of the corporation is B & P Racing, Inc.
- B. The names, title and post office addresses of the officers of the corporation are as follows:

President:

JULIA BLACKMORE

Sec/Treas:

JULIA BLACKMORE

- C. All debts, obligations and liabilities of the corporation have been paid or discharged.
- D. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
 - E. There are no actions pending against the corporation in any court.
- F. A copy of the written consent of all shareholders is attached hereto and made a part hereof. Said written consent has been signed by all the shareholders.

IN WITNESS WHEREOF, we have made and executed these Articles of Dissolution, this day of March, 2000.

Witnessed by:

Printed name of Witness

Printed name of Witness

JULIA BLACKMORE

STATE OF FLORIDA COUNTY OF MARTIN

Printed name of Witness

The foregoing instrument was acknowledged before me this 2000, by JULIA BLACKMORE as President for B & P RACING, INC. MY COMMISSION # CC 630722 EXPIRES: April 20, 2001 Sonded Thru Notary Public Underwriters Print type or stamp commissioned name of Notary Public Personally known _ f _ or produced identification _____. Type of Identification Produced **VOLUNTARY DISSOLUTION OF** B & P RACING, INC. BY WRITTEN CONSENT OF SHAREHOLDERS The undersigned, being the sole shareholder of B & P RACING, INC., a Florida corporation, does hereby consent to the voluntary dissolution of B & P RACING, INC., a Florida corporation. IN WITNESS WHEREOF, I hereby set out my hand and seal to this Written Consent, this day of March, 2000.

Sworn to and subscribed before me this day of March, 2000, by JULIA
BLACKMORE, who is personally known to me or has produced the following indentification:
Has & Massa

Printed name of Notary Public

SHARON K. NEWMAN
MY COMMISSION # CC 630722
EXPIRES: April 20, 2001
Bonded Thru Notary Public Underwriters