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1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8006

04-222-
04-222-03



PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 206733-8938A
Patricia Pygub

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : December 31, 1996

ORDER TIME : 12:22 PM

ORDER NO. : 206733-010

800002042558--5

CUSTOMER NO: 8938A

CUSTOMER: Judy Murray, Legal Assistant
Robert L. Shear, Esq
Suite 230
2600 McCormick Drive
Clearwater, FL 34619

DOMESTIC FILINGS

NAME: ZEA CAT, INC.

FILED
96 DEC 31 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

*VOIDS
10/13/31*

RECEIVED
96 DEC 31
VISION OF CORPORATION
AM 1:16

ARTICLES OF DISSOLUTION
OF
ZEA CAT, INC.

TO: DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of this Corporation is ZEA CAT INC. which was duly incorporated on February 3, 1993, by the State of Florida.

2. The name, title and post office address of each of the officers of the Corporation are as follows:

President	Jonas R. Cibas 13160 56th Court North Suite 511 Clearwater, FL 34620
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Secretary/Treasurer	Susan L. Mabes 13160 56th Court North Suite 511 Clearwater, FL 34620
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3. The name and post office address of each of the directors of the Corporation are as follows:

Jonas R. Cibas
13160 56th Court North
Suite 511
Clearwater, FL 34620

Susan L. Mabes
13160 56th Court North
Suite 511
Clearwater, FL 34620

4. Dissolution was authorized on December 30, 1996.

5. The number of votes cast for dissolution was sufficient for approval.

6. All liabilities and obligations of the corporation have been paid or discharged.

7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among the shareholders in accordance with their respective rights and interest.

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8. There are no actions pending against the corporation in any court.

9. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation. A copy of the written consent is attached to these articles.

Dated: December 30, 1996.

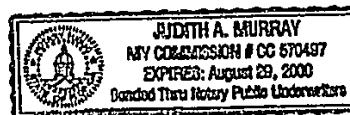
ZEA CAT INC.

By *Jonas R. Cibas*
Jonas R. Cibas, President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing was acknowledged before me on December 31, 1997, by JONAS R. CIBAS, President of ZEA CAT INC. who is personally known to me.

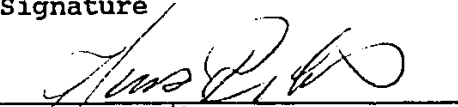
Judith A. Murray
Notary Public
My Commission Expires:



UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS TO
VOLUNTARY DISSOLUTION OF
ZEA CAT INC.

We, the undersigned, being all of the shareholders of ZEA CAT, INC., a Florida corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation by him or her of record of such date.

Signature	Date	Number of Shares
 Jonas R. Cibas	12/30/96	1,000