P93 DDDDD44233 LANDT, WIECHENS, LAPEER & AYRES

A Registered Limited Liability Partnership
ATTORNEYS AT LAW

FREDERICK E. LANDT, III EUGENE A. WIECHENS, P.A. RUSSELL W. LaPEER, P.A.* BENJAMIN H. AYRES

January 16, 2001

OCALA OFFICE 445 N.E. 8TH AVENUE OCALA, FLORIDA 34470 Telephone (352) 732-8622 Telecopier (352) 732-1162

BELLEVIEW OFFICE 5709 S.E. ABSHIER BLVD. BELLEVIEW, FLORIDA Telephone (352) 245-5184 Telecopier (352) 245-9808

> PLEASE REPLY TO OCALA OFFICE

* Board Certified: Civil Litigation and Business Litigation Also Admitted to District of Columbia Certified Mediator: Florida & Federal Courts

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32301

Re: Moody Aero Graphics, Inc.

800003555 -01/19/01--0 *****35.00

Dear Sirs:

Relative the above corporation, enclosed please find the following documents:

- 1. Articles of Dissolution of Moody Aero Graphics, Inc.;
- 2. Secretary's Certificate for the Corporation attesting to the composition of the Officers and Directors at the time of dissolution; and
- 3. Check in the amount of \$35.00 representing the fee for filing the Articles of Dissolution.

Regarding the Moody Aero-Graphics, Inc., enclosed please find an Affidavit and an original and one copy of Articles of Incorporation for filing with your office. Also enclosed please find my check made payable to your order in the amount of \$122.50 to cover the cost of filing fees and one certified copy of the Articles. Please return one certified copy to my above Ocala post office address.

Thanking you in advance for your prompt attention in this regard, I

Very truly yours,

LANDT, WIECHENS, LaPEER 8

Eugene A. Wiechens

EAW:sj Enclosures:

ARTICLES OF DISSOLUTION

FILED

OF

01 JAN 19 PM 12: 02

MOODY AERO GRAPHICS, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

- 1. The name of the Corporation is MOODY AERO GRAPHICS, INC.
- 2. The dissolution was authorized on December 1, 2000.
- 3. The number of shares cast in favor of dissolution was sufficient for approval and voting by voting groups was not required.

IN WITNESS WHEREOF, the undersigned Chief Executive Officer/President/Vice President/Secretary/Treasurer/ Director (sole Officer and Director), has executed these Articles of Dissolution on this the _______ day of January, 2001.

ROBERT PAUL HOWES a/k/a PAUL HOWES CEO/President/Vice President/Secretary Treasurer/Director (sole Officer and Director)

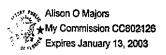
STATE OF FLORIDA COUNTY OF MARION

The foregoing instrument was acknowledged before me on this 4th day of January, 2001, by ROBERT PAUL HOWES a/k/a PAUL HOWES, Chief Executive Officer/President/Vice President/Secretary/Treasurer/ Director (sole Officer and Director) of MOODY AERO GRAPHICS, INC., a Florida corporation, to me personally known or who produced _______ for identification.

My Commission Expires:

Notary Public:

State of Florida at Large



SECRETARY'S CERTIFICATE

The undersigned, **ROBERT PAUL HOWES** a/k/a **PAUL HOWES**, as Secretary of MOODY AERO GRAPHICS, INC., hereby certifies that the attached Corporate Resolution dated September 26, 2000 and made effective February 2, 2000, is a true, accurate, and exact copy of the original Corporate Resolution which is maintained in the corporate books of MOODY AERO GRAPHICS, INC.

IN WITNESS WHEREOF, the undersigned Secretary, has executed this Secretary's Certificate on this the $\underline{Q}\underline{\square}$ day of January, 2001.

ROBERT PAUL HOWES a/k/a PAUL HOWES
Secretary

STATE OF FLORIDA COUNTY OF MARION

My Commission Expires:

Notary Public:

State of Florida at Large

Alison O Majors

My Commission CC802126

Expires January 13, 2003

CORPORATE RESOLUTION

The undersigned, as the sole shareholder of Moody Aero Graphics, Inc. hereby resolves that due to the death of Harry Moody former Chief Executive Officer of Moody Aero Graphics, Inc., the following slate of officers/directors are hereby nominated and elected effective as of February 2, 2000:

Paul Howes

Chief Executive Officer/President/Vice President/

Secretary/Treasurer/Director

We also hereby acknowledge this meeting is considered to be the annual meeting for the 2000 year.

Dated as of this 26 day of September, 2000.

Jerry Driggers, Personal Representative of the Estate

of Harry Moody