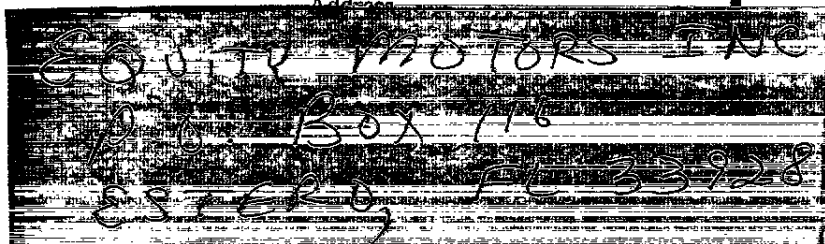


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Requester's Name

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
-00 JUL 31 AM 7:24



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #) 700003334207--5
-07/25/00--01010--008
*****35.00 *****35.00

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Uo/d's

**ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 607.1403
OF THE
FLORIDA GENERAL CORPORATION ACT**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 31 AM 7:24

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is Equity Motors, Inc. a.k.a. Equity Auto Sales, Inc.
2. The Articles of Dissolution have been approved by the unanimous Written Consent of all of the shareholders of the corporation, as provided by Section 607.0704. A copy of such Written Consent is attached hereto.
3. The dissolution of the corporation is to be effective July 31, 2000.
4. The number of shares owned by the shareholders who executed such Written Consent, and who consented to the filing of these Articles of Dissolution, is sufficient to approve the dissolution of the corporation.
5. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.
6. All remaining property and assets of the corporation have been distributed to its shareholders in proportion to their stock ownership.
7. There are no actions pending against the corporation in any court.

DATE: June 30, 2000

EQUITY MOTORS, INC. A.K.A.
EQUITY AUTO SALES, INC.

BY:

Rogelio Marco
Secretary

BY:

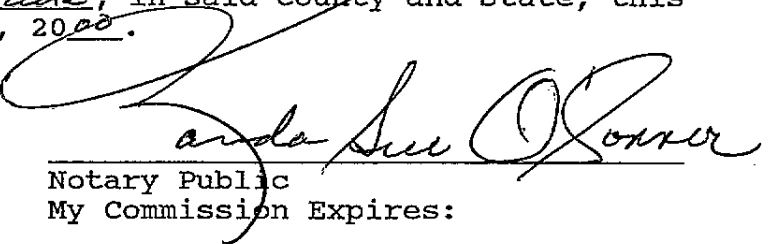
Rogelio Marco
President

STATE OF FLORIDA)

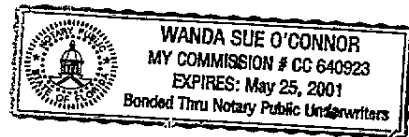
COUNTY OF LEE)

BEFORE ME, the undersigned authority, personally appeared Roger Marco, who is to me well known to be the person described in and who subscribed the above Articles of Dissolution, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Naples, Florida, in said County and State, this 20 day of July, 2000.



Notary Public
My Commission Expires:



AFFIDAVIT

STATE OF FLORIDA)
)
COUNTY OF LEE) SS.

Before me this day personally appeared Roger Marco, President of Equity Motors, Inc. a.k.a. Equity Auto Sales, Inc., a Florida corporation, who being first duly sworn, depose and say:

1. I, the undersigned, being President of Equity Motors, Inc. a.k.a. Equity Auto Sales, Inc. make this affidavit in accordance with Section 607.267 of the Florida Statutes.

2. All debts, obligations and liabilities of the corporation have been paid or discharged, or adequate provision has been made therefor.

3. All current due property taxes, both tangible and intangible, and all sales and use taxes applicable to this corporation have been paid to and including July 31, 2000.

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

5. All remaining property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interests. The stockholders of this corporation are Roger Marco and Rodney Marco, and the respective interest of each shareholder is 50% of the issued and outstanding capital stock of Equity Auto Sales, Inc.

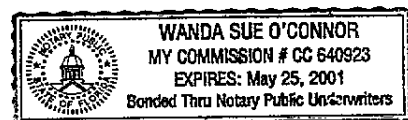
DATED at Naples Florida, State of Florida
this 20 day of July, 2000.

Roger Marco

Attest: _____

SUBSCRIBED AND SWORN to before me this Naples, Florida day of July 20, 2000.

Wanda Sue O'Connor
Notary Public
My Commission Expires: _____



WRITTEN CONSENT OF SHAREHOLDERS TO DISSOLUTION

THIS WRITTEN CONSENT OF SHAREHOLDERS TO DISSOLUTION is made this 30th day of June, 2000, between Roger Marco and Rodney Marco (hereinafter called the "Shareholders") and Equity Motors, Inc. a.k.a. Equity Auto Sales, Inc., a Florida corporation (hereinafter called the "Corporation").

WHEREAS, each of the Shareholders own the number of shares of capital stock of the Corporation as set forth below:

Roger Marco	50 shares
Rodney Marco	50 shares

and

WHEREAS, such shares constitute 100% of the issued and outstanding shares of capital stock of the Corporation; and

WHEREAS, the Shareholders wish to approve, authorize and consent to the voluntary dissolution of the Corporation pursuant to Internal Revenue Code Section 331 and in accordance with the General Corporation Law of the State of Florida, said dissolution to be effective July 31, 2000.

NOW THEREFORE, the parties hereby agree as follows:

1. Cessation of Business Activities. Immediately following the execution of the plan of liquidation set forth in this Written Consent, the Shareholders hereby authorize and direct the officers of the Corporation to cease all business activities on behalf of the Corporation except as required to comply with the plan of complete liquidation as set forth herein.

2. Consent to Dissolution. The Shareholders approve, authorize and consent to the dissolution of the Corporation, such dissolution to be effected as promptly as possible and in no event later than July 31, 2000, and in accordance with the plan of liquidation set forth in this Written Consent.

3. Distributions in Complete Liquidation. The Shareholders hereby agree that after payment is made of the Corporation's debts, or provision is made therefore, the officers of the Corporation shall distribute all of the remaining property of the Corporation to the Shareholders in complete cancellation or redemption of all of his issued and outstanding shares of capital stock, such distribution to be made as promptly as practicable and in any event not later than July 31, 2000. The Shareholders agree that any amounts distributed to the Shareholders shall be

distributed to the Shareholders in proportion to their stock ownership in the Corporation.

4. Tax Returns. The Corporation's accountants shall prepare and file a Form 966 on behalf of the Corporation. A final Form 1120 shall be filed on behalf of the Corporation for the taxable year ending July 31, 2000. The Shareholders agree to be personally responsible for the accounting fees and expenses incurred to the extent the assets of the Corporation are insufficient to pay such fees and expenses at the time the services are rendered.

5. Filing Articles of Dissolution. The Corporation's attorneys shall prepare and cause to be filed Articles of Dissolution with the Secretary of State of Florida, which Articles of Dissolution shall reflect the plan of complete liquidation set forth herein. The Shareholders agree to be personally responsible for the legal fees and expenses incurred in preparing and filing the Articles of Dissolution to the extent the assets of the Corporation are insufficient to pay such fees and expenses at the time the services are rendered.

6. Cessation of Other Activities. Except as provided above, all corporation activities of the Corporation shall cease no later than July 31, 2000.

IN WITNESS WHEREOF, the parties hereto have caused this Written Consent of Shareholders to Dissolution to be executed on the day and year set forth next to each of their signatures.

Date: 7-20-00

Date: 7-20-00

Date: _____

Rodney P. Marco
Rodney P. Marco

Equity Motors, Inc. a.k.a.
Equity Auto Sales, Inc.

BY:

Rodney P. Marco
Secretary

BY:

Rodney P. Marco
President