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WENDY B. GREEN

TELECOPIER
(404) 893-3886

December 14, 1998

VIA FEDERAL EXPRESS

Florida Department of State
Attn.: Ms. Susan Payne
409 East Gaines Street
Tallahassee, FL 32399

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-12/17/98--01002--001
*****87.50 *****43.75

Re: Dissolution of Berkshire-Lloyd's Acceptance Corp., and Automobile Insurance
Premiums Trust

Dear Ms. Payne:

To follow up our telephone conversations in November, I have enclosed herewith documents necessary to dissolve the above-referenced business entities. Also enclosed is a check for \$87.50; this sum is a total of the \$35.00 filing fee for each of the enclosed documents, as well as the fee of \$8.75 for a certified copy of each document as filed. I ask that you please certify the additional copies I have enclosed and return them to me in the envelope I have included.

Please let me know if there is anything else to be provided for this matter.

Thanking you in advance for your assistance,

Very truly,

Wendy Green
Wendy B. Green

/wbg

enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 17 AM 10:58

Diss
12/17/98
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**ARTICLES OF DISSOLUTION
OF
BERKSHIRE-LLOYD S ACCEPTANCE CORP.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC 17 AM 10:58

Pursuant to Section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

1.

The name of the corporation is Berkshire-Lloyd s Acceptance Corp.

2.

The filing date of the Articles of Incorporation was December 2, 1993.

3.

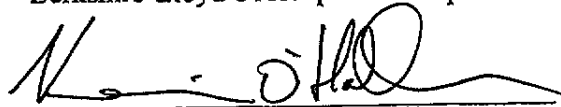
Dissolution of this corporation was approved by the shareholders.

4.

Dissolution shall be effective immediately.

IN WITNESS HEREOF, Berkshire-Lloyd s Acceptance Corp. has caused these Articles of Dissolution to be executed by its authorized agent this 11th day of DECEMBER 1998.

Berkshire-Lloyd s Acceptance Corporation



By: Kevin O'Halloran

Its: President and Chief Executive Officer

Sworn to and subscribed before me
this 11th day of DECEMBER, 1998.



Notary Public

Notary Public, Gwinnett County, Georgia.

My commission expires My Commission Expires January 21, 2001.