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‡ BOARD CERTIFIED IN CIVIL TRIAL LAW
◇ BOARD CERTIFIED IN REAL ESTATE LAW

December 29, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Britannia Auto Sales, Inc.

800002389759--9
-01/05/98--01085--006
*****35.00 *****35.00

Dear Sir or Madam:

In connection with the dissolution of the above-referenced corporation, enclosed please find the Articles of Dissolution. Also enclosed is a check in the amount of \$35.00 representing the filing fee. I would appreciate receiving written confirmation after it has been filed.

Should you have any questions, please do not hesitate to contact us.

Sincerely,

Leslie K. Weaver

Leslie K. Weaver
Secretary to Gary B. Frese

/lkw
Enclosures as stated

FILED
98 JAN -5 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JKW 1/9

Vol. Diss.

**ARTICLES OF DISSOLUTION
OF
BRITANNIA AUTO SALES, INC.**

FILED
98 JAN -5 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Dissolution, being a natural person competent to contract, hereby subscribes to the dissolution of a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is **BRITANNIA AUTO SALES INC.**

ARTICLE II

The Corporation is dissolved effective upon filing of these Articles of Dissolution with the Florida Department of State; provided, however, that for federal and state income tax purposes, the effective date of dissolution shall be December 31, 1997.

ARTICLE III

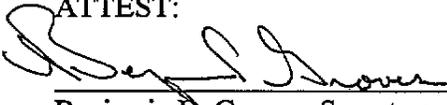
Dissolution of the Corporation was authorized on December 23, 1997.

ARTICLE IV

Dissolution of the Corporation was voted on by the Shareholders of the Corporation and the number of votes cast for dissolution was sufficient for approval.

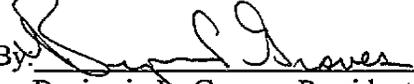
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Dissolution, Brevard County, Florida, this 30th day of December, 1997.

ATTEST:



Benjamin L. Groves, Secretary
(Corporate Seal)

BRITANNIA AUTO SALES INC.

By: 

Benjamin L. Groves, President

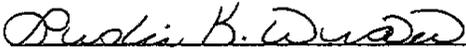
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared **BENJAMIN L. GROVES**, President and Secretary of **BRITANNIA AUTO SALES, INC.**, to me known to be the person described in the foregoing Articles of Dissolution and who executed the foregoing Articles of Dissolution and he acknowledged before me that he executed and subscribed to these Articles of Dissolution.

WITNESS my hand and official seal in the County and State aforesaid this 30th day of December, 1997.



Leslie K. Weaver
MY COMMISSION # CC550544 EX:
August 9, 2000
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public