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January 11, 2001



TRANSMITTED VIA FEDERAL EXPRESS NO. 8121 0683 6569

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

ATTN: Amendment Section

Re: System Components Corporation and GK & RR, Inc.

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Dear Madam/Sir:

Please find enclosed the following documents pertaining to the above-referenced corporations which I would request you file with the Department of State, Division of Corporations:

- 1. Articles of Dissolution for System Components Corporation (with a copy of Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting attached thereto);
- 2. Affidavit of George W. Kirkland, Director and Shareholder of System Components Corporation authorizing the usage of the name of the corporation by GK & RR, Inc.;
- 3. Articles of Amendment to Articles of Incorporation of GK & RR, Inc. (with a copy of Written Consent of the Sole Director and Shareholder of GK & RR, Inc., in Lieu of Special Meeting attached thereto) changing the name of the corporation to System Components Corporation; and
- 4. Application for cancellation of fictitious name filing by GK & RR, Inc. (for fictitious name of System Components Corporation).

Additionally, I have enclosed three (3) separate checks made payable to the Department of State in the respective amounts of \$43.75 [\$35.00 (fee for dissolution) + \$8.75 (certificate of status fee)]; \$43.75 [\$35.00 (fee for Articles of Amendment) + \$8.75 (certificate of status fee)]; and \$60.00 [\$50.00 (fee for cancellation of fictitious name filing) + \$10.00 (certificate of status fee)] as required by the Department of State.

Department of State Page Two January 11, 2001

After your review hereof, should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,

BOND, ARNETT & PHELAN, P.A.

lehn W. Arnett

JWA/rm Enclosures

cc: George W. Kirkland

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ARTICLES OF DISSOLUTION (Fla.Stat. §607.1403)

1. The name of the corporation is SYSTEM COMPONENTS CORPORATION. 2. The names and respective addresses of its officers are: President-Treasurer George W. Kirkland Secretary George W. Kirkland 6750 W. Highway 40 Ocala, Florida 34482 4. All debts, obligations, and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore. 5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests. 6. There are no actions pending against the corporation in any court. 7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated Jan 11 2001, the sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated Jan 12 2001, the sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated Jan 12 2001, the sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated Jan 20 11 2001, the sole Director and Shareholder of System Components Corporation on the Sole Director and Shareholder of System Components Corporation on Lieu of Special Meeting dated Jan 20 11 2001, the sole Director and Shareholder of System Components Corporation on the System Components Corporation on the System Components Corporation on the System Components of System Components Corporation on the System Components Corporation Corporation Components Corporation Corpor		•	300111105)	
2. The names and respective addresses of its officers are: President-Treasurer Secretary George W. Kirkland Secretary George W. Kirkland George W. Kirkland Group W. Kirkland Gr	1.	The name of the corporation is SYS	STEM COMPONENTS CORPORAT	TON
President-Treasurer Secretary George W. Kirkland George W. Kirkland George W. Kirkland George W. Kirkland Ground W. Highway 40 Ocala, Florida 34482 4. All debts, obligations, and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore. 5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests. 6. There are no actions pending against the corporation in any court. 7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated	2.			
Secretary George W. Kirkland Group W. Kirkland Adequate provision has been made therefore. 5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests. 6. There are no actions pending against the corporation in any court. 7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated Jan 11 2001, the sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated Jan 11 2001, the sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated Jan 11 2001, the sole Director and Shareholder of System Components Corporation of System Components of System Components of System Components of System Components Corporation of System Components Corporation of Group W. Kirkland Director/Incorporator of System Components Corporation of System Components Corporation Group Group Components Corporation Group Group Components Corporation Components Corporation Components Corporation Components Corporation Corporation Corporation Corporation Co				
3. The name and respective address of the sole director/incorporator is: George W. Kirkland 6750 W. Highway 40 Ocala, Florida 34482 4. All debts, obligations, and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore. 5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests. 6. There are no actions pending against the corporation in any court. 7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated		Secretary		111 ¢. "
George W. Kirkland 6750 W. Highway 40 Ocala, Florida 34482 4. All debts, obligations, and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore. 5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests. 6. There are no actions pending against the corporation in any court. 7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated	3.	The name and respective address of		
5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests. 6. There are no actions pending against the corporation in any court. 7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated 1 2001, the sole Director and Shareholder voted to authorize the dissolution of SYSTEM COMPONENTS CORPORATION effective on or before January 15, 2001. A copy of such written consent is attached hereto. DATED this 11 day of January, 2001. SYSTEM COMPONENTS CORPORATION BEFORE ME personally appeared GEORGE W. KIRKLAND who is the sole Director/Incorporator of SYSTEM COMPONENTS CORPORATION and acknowledged before me that he executed the foregoing Articles of Dissolution. IN WITNESS WHEREOF I have hereunto set my hand and seal on this 11 day of 12 day of 12 dentification (1) Personal Knowledge OR 12 dentification (1) Personal Knowledge OR 12 dentification (1) Personal Knowledge OR 13 dentification (1) Personal Knowledge OR 14 dentification (1) Personal Knowledge OR (2) Personal Knowledge OR (2) Personal Knowledge OR (2) Personal Knowledge OR (3) Personal Knowledge OR (3) Personal Knowledge OR (3) Personal Knowledge OR (4) Personal Know		George W. Kirkland 6750 W. Highway 40	•	23 ATE RIDA
shareholders in accordance with their respective rights and interests. 6. There are no actions pending against the corporation in any court. 7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated	-	All debts, obligations, and liabilitie ate provision has been made therefore	s of the corporation have been paid	or discharged or
7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated		All the remaining property and asse nolders in accordance with their respec	ts of the corporation have been distri	buted among its
7. Pursuant to the Written Consent of the Sole Director and Shareholder of System Components Corporation in Lieu of Special Meeting dated				
SYSTEM COMPONENTS CORPORATION By: George W. Kirkland Director/Incorporator STATE OF FLORIDA COUNTY OF MARION BEFORE ME personally appeared GEORGE W. KIRKLAND who is the sole Director/Incorporator of SYSTEM COMPONENTS CORPORATION and acknowledged before me that he executed the foregoing Articles of Dissolution. IN WITNESS WHEREOF I have hereunto set my hand and seal on this /// day of January 2001. (Sign) Kunda G. Malval IDENTIFICATION BY: (Print) (Personal Knowledge OR (Print) (Personal Knowledge OR (Print) (Print) (Personal Know	Corpo Sharel effecti	nolder voted to authorize the dissolutive on or before January 15, 2001. A control of the contro	$\frac{1}{100}$ of CVCTEM COLUMN	ole Director and
CORPORATION By: George W. Kirkland Director/Incorporator STATE OF FLORIDA COUNTY OF MARION BEFORE ME personally appeared GEORGE W. KIRKLAND who is the sole Director/Incorporator of SYSTEM COMPONENTS CORPORATION and acknowledged before me that he executed the foregoing Articles of Dissolution. IN WITNESS WHEREOF I have hereunto set my hand and seal on this /// day of January, 2001. (Sign) Aurala G. Mallal IDENTIFICATION BY: () Personal Knowledge OR (Print) () Personal Knowledge OR (OTARY PUBLIC () Personal Knowledge OR () Florida Divers Livense OFFICIAL NOTARY EXPLIT OF Identification) NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC759034	DATE	D this II day of January, 2001.		
BEFORE ME personally appeared GEORGE W. KIRKLAND who is the sole Director/Incorporator of SYSTEM COMPONENTS CORPORATION and acknowledged before me that he executed the foregoing Articles of Dissolution. IN WITNESS WHEREOF I have hereunto set my hand and seal on this /// day of	STATI	E OF FLORIDA	By: George W. Kirkland	
that he executed the foregoing Articles of Dissolution. IN WITNESS WHEREOF I have hereunto set my hand and seal on this /// day of	COUN	TY OF MARION		
(Sign) Kunda & Mullal IDENTIFICATION BY: (Print) () Personal Knowledge OR NOTARY PUBLIC () Elocida Divers License My Commission Expires: RHONDA G MCNEAL NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC759034	Directo that he	BEFORE ME personally appeared r/Incorporator of SYSTEM COMPONI executed the foregoing Articles of Dis	1 GEORGE W. KIRKLAND who ENTS CORPORATION and acknowle solution.	o is the sole edged before me
() Personal Knowledge OR () Personal Knowledge OR () Elocida Divers License () My Commission Expires: OFFICIAL NOTARY SENTIT OF Identification) RHONDA G MCNEAL NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC759034	Jan	$\sqrt{}$	ereunto set my hand and seal on this	day of
My Commission Expires: OFFICIAL NOTARY SENTIT OF Identification) RHONDA G MCNEAL NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC759034	(Print)	OV DIDITIO) Personal Knowledge OR	
	My Cor	nmission Expires: OFFICIAL NOTA RHONDA G MO NOTARY PUBLIC STATE COMMISSION NO.	RYGERLIII Of Identification) CNEAL COFFLORIDA CC759034	

WRITTEN CONSENT OF THE SOLE DIRECTOR AND SHAREHOLDER OF SYSTEM COMPONENTS CORPORATION IN LIEU OF SPECIAL MEETING

The undersigned, being the sole Director and Shareholder of the above-named corporation, hereby takes the following action by written consent in lieu of a Special Meeting of the Board of Directors and Shareholders:

RESOLVED, that the corporation be dissolved effective on or before 1/15/2001 and its assets liquidated and distributed to the shareholders, and

RESOLVED, that in accordance with such plan of dissolution and liquidation, the officers and directors be and they hereby are authorized and directed to:

- 1. provide for the payment of any indebtedness owed by the corporation to any creditors or lienors,
- 2. distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding stock of the corporation,
- 3. assign all of the remaining assets of the corporation to George W. Kirkland as sole shareholder of the corporation,
- 4. file Articles of Dissolution for System Components Corporation with the Secretary of State in Tallahassee, Florida,
- 5. file all other forms and documents required by the State of Florida as soon as possible after the distribution of the corporate assets, and

FURTHER RESOLVED, that all actions taken on behalf of this corporation by the sole officer and director in connection with the foregoing determination to liquidate and dissolve the corporation and to distribute its assets, be and the same are hereby ratified and confirmed in all respects.

DATED: 40 N , 2001.	
GK & BR, INC.	(1000)

corge W. Kirkland, President George W. Kirkland
Director/Incorporator

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