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November 5, 1998

VIA NEXT DAY AIR

\*\*\*\*\*35.00

Florida Department of State Division of Corporations P.O. 6327 Tallahassee, FL 32314

Re: Sounds of Southwest Florida, Inc.

Dear Sir or Madame:

Enclosed are the Articles of Dissolution for Sounds of Southwest Florida, Inc. and a check in the amount of \$35.00. Please file this document as required by the Florida General Corporation Act and return confirmation of filing. If additional information is required, please contact Jack W. Lawson.

Very truly yours,

BECKMAN LAWSON, LLP

Thomas J. Goeglein

Jack W. Lawson

JWL/kld

Enclosures

cc: Beverly J. Stevens, President of Sounds of Southwest Florida

William C. Metzger, CPA

DEC 1 0 1998

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## ARTICLES OF DISSOLUTION

|             | section 607.1403, Florida Statutes, this Florida profit corporation submits ticles of dissolution:  | ELED :          |
|-------------|---|-----------------|
| FIRST:      | The name of the corporation is: SOUNDS OF SOUTHWEST FLORIDA, INC.   | AND OF          |
| SECOND:     | The date dissolution was authorized: November 6, 1998   | · · · · · · · · |
| THIRD:      | Adoption of Dissolution (CHECK ONE)   |                 |
| was Disso   | olution was approved by the shareholders. The number of votes cast for diss sufficient for approval. (The vote was unanimous by all sharehold olution was approved by vote of the shareholders through voting groups. The following statement must be separately provided for each voting group natitled to vote separately on the plan to dissolve:  number of votes cast for dissolution was sufficient for approval by |                 |
|             | (voting group)  | ,               |
| Sign        | ed this 6th day of November , 1998  |                 |
| Signature _ | Beverly J. Stevens  (Typed or printed name)   |                 |
|             | President (Title)   |                 |