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December 18, 2000

DEBIT MEMO ANNUAL REPORT DISSOLUTION NOTICE

ANNUAL REPORT: D & M GRASS, INC.

DEBIT MEMO: 11124-H

CHECK# 0102



December 19, 2000

D & M GRASS, INC. % TERRY & FRAZIER, P.A. 255 S. ORANGE AVE., SUITE 1501 ORLANDO, FL 32801

SUBJECT: D & M GRASS, INC.

Debit Memo #: 11124-H

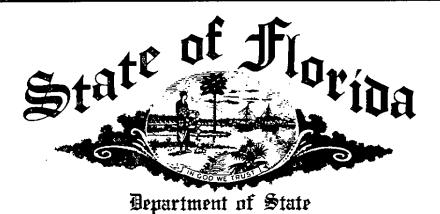
Document #: P9400027165

Due to your failure to respond to our letter advising you of your returned check and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

Should you have any questions, please feel free to contact this office at (850) 487-6057.

Sincerely, Pat Bailey Accountant II



CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for D & M GRASS, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of December 19, 2000 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P94000027165.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Nineteenth day of December, 2000



CR2EO22 (1-99)

Katherine Harris Katherine Harris Secretary of State