



**International
Marine Insurance
Consultants**

International Marine Insurance Consultants, Inc.
Post Office Box 27985 Panama City, Florida USA 32411

TEL: (904) 235-2992 FAX: 235-2993

P94000065292

FILED
98 APR 28 AM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 23, 1998

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

100002502771--4
-04/28/98-01059-014
*****35.00 *****35.00

Re: International Marine Insurance Consultants, Inc.

Gentlemen:

Attached please find the required documentation and \$35.00 fee required to dissolve the captioned corporation.

Thank you in advance for your assistance.

Best Regards,

B. Keith Mollman
President

VS MAY 6 1998

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ARTICLES OF DISSOLUTION
BY SHAREHOLDERS
OF

INTERNATIONAL MARINE INSURANCE CONSULTANTS, INC.


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute § 607.1403, the undersigned officer of the corporation described herein hereby submits these Articles of Dissolution to the Florida Secretary of State for the purpose of dissolving the corporation.

1. The name of the corporation is: International Marine Insurance Consultants, Inc.
2. The date of incorporation of the corporation: 8/31/94
2. The date the dissolution was authorized: 01 April 1998
3. The dissolution was duly approved by the Board of Directors. The number of votes cast for dissolution was sufficient for approval.
4. These Articles will be effective on filing.

Date:

01 April 1998


B. KEITH MOLLMAN
President

MINUTES OF SPECIAL MEETING OF SHAREHOLDERS
OF
INTERNATIONAL MARINE INSURANCE CONSULTANTS, INC.

A special meeting of the shareholders of INTERNATIONAL MARINE INSURANCE CONSULTANTS, INC., took place on 01 April 1998 at 817 Dolphin Drive, Panama City Beach, FL 32411. All of the Board of Directors of the corporation were present, as follows:

The Board of Directors discussed the dissolution of the corporation and a plan of liquidation. Upon motion duly made and seconded, the following resolutions were adopted:

RESOLVED, that, effective on 01 April 1998, a plan of complete liquidation be, and hereby is, formulated to effect a complete liquidation and dissolution of the corporation in accordance with the following resolutions;

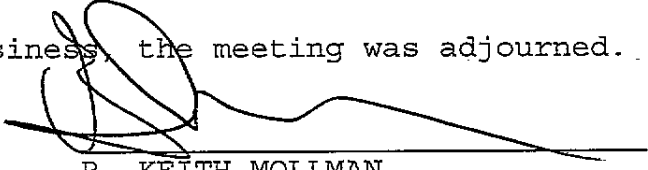
RESOLVED, that the officers of the corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the assets of the corporation which in their judgment should be sold or liquidated to facilitate the complete liquidation of the corporation;

RESOLVED, that after providing for all proper debts of the corporation, and to the extent that the assets of the corporation are sufficient therefore, all remaining assets of the corporation shall be distributed to the shareholders on a pro rata basis;

RESOLVED, that the actions provided for in the foregoing resolutions shall commence as soon as practicable;

RESOLVED, that the officers of the corporation be, and they hereby are, authorized and directed to pay all fees and taxes and to do or cause to be done all acts and things they may deem necessary or proper in order to carry out the complete liquidation and dissolution of the corporation and to fully effectuate the purposes of the foregoing resolutions.

There being no further business, the meeting was adjourned.


B. KEITH MOLLMAN
President