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ALLEN R. LIESER

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September 4, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32304

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -9 PM 3:59
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*****35.00 *****35.00

RE: Filing of Articles of Dissolution; South Georgia Petroleum Co.

Dear Ladies/Gentlemen:

Please find enclosed an original and one (1) copy of the Articles of Dissolution for South Georgia Petroleum Co., a Florida corporation, which I submit for filing on behalf of the corporation pursuant to Fla.Stat. section 607.1403. I also enclose herewith a business check in the amount of \$35.00 to cover the statutory filing fee.

I understand that the Articles of Dissolution will be filed and a copy will be returned to me bearing an appropriate stamp or endorsement.

Please do not hesitate to call me (collect) if you have any questions or if you require any additional documents or information concerning this matter.

Thank you for your assistance.

Sincerely,



Allen R. Lieser



V SHEPARD SEP 18 2002

ARTICLES OF DISSOLUTION

OF

SOUTH GEORGIA PETROLEUM CO.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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PURSUANT TO Florida Statute sections 607.1402 and 607.1403, South Georgia Petroleum Co. (the "Corporation"), a corporation organized and existing in accordance with Florida Statute chapter 607, hereby submits for filing the following Articles of Dissolution:

1. The name of the Corporation is South Georgia Petroleum Co.
2. Dissolution of the Corporation was authorized on July 25, 2002.
3. These Articles of Dissolution shall be effective as of July 31, 2002.
4. Dissolution of the Corporation was approved by the Shareholders; the number of Shareholder votes cast for dissolution was sufficient for approval.

DATED this 27th day of July, 2002.

SOUTH GEORGIA PETROLEUM CO.

BY: 

Aubrey L Edge, President