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BROAD and CASSEL
ATTORNEYS AT LAW

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BROWARD FINANCIAL CENTRE
800 EAST BROWARD BOULEVARD
FORT LAUDERDALE, FL 33304
(954) 764-7000
FAX (305) 845-0404
TELECOPY (954) 761-6135

March 25, 1997

File No. 17724.0001

VIA OVERNIGHT MAIL

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

200002124932--9
-03/26/97-01101-005
*****96.25 *****96.25

Re: Articles of Dissolution of Penair, Inc.

Dear Sir/Madam:

I am enclosing an original and one (1) copy of the Articles of Dissolution of Penair, Inc., and a check made payable to the Secretary of State in the amount of ninety-six dollars and twenty-five cents (\$96.25) in payment of:

1. The filing fee for the Articles of Dissolution
2. One (1) certified copy of the Articles of Dissolution
3. A Certificate of Status

\$35.00

FILED
97 MAR 26 11 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please send us a certified copy of the Articles of Dissolution in the enclosed addressed stamped return envelope.

*Corporations
Linda*

7777 Glades Road
Boke Station, Florida 33434
(407) 483-7000
Telecopy (407) 483-7321

First Florida Bank Tower
215 South Monroe Street
Tallahassee, Florida 32301
(904) 861-6610
Telecopy (904) 861-6722

800 North Orange Avenue
Orlando, Florida 32801
(407) 839-4200
Telecopy (407) 425-6377

Miami Center
201 South Biscayne Blvd.
Miami, Florida 33131
(305) 373-9400
Telecopy (305) 373-9443

100 North Tampa
Suite 3500
Tampa, FL 33602
(813) 225-3020
Telecopy (813) 225-3030

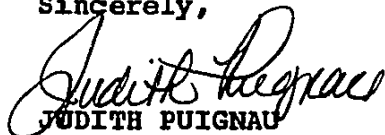
The Reflections Office Centre
400 Australian Avenue South
West Palm Beach, Florida 33401
(407) 832-3300
Telecopy (407) 655-1100

900 East Ocean Blvd.
Suite 125
Stuart, Florida 34904
(407) 883-3000
Telecopy (407) 283-0622

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If you have any questions, please do not hesitate to contact us.

Sincerely,


JUDITH PUIGNAU
Paralegal

/jp

Encs.

cc: Scott and Aileen Newquist
Alan Sheinwald, C.P.A.
Steve Wasserstein, Esq.

BROAD and CASSEL

ARTICLES OF DISSOLUTION
OF
PENAIR, INC.

FILED
97 MAR 26 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida Statutes, this Florida corporation submits the following Articles of Dissolution:

ARTICLE I

NAME

The name of this corporation is PENAIR, INC. ("Corporation").

ARTICLE II

DATE OF DISSOLUTION

The dissolution of Corporation was authorized on 3/20/97, 1997.

ARTICLE III

ADOPTION OF DISSOLUTION

The dissolution of Corporation was approved by its shareholders. The number of votes cast for dissolution was sufficient for approval.

ARTICLE IV

EFFECTIVE DATE

The effective date of this dissolution shall be the date these Articles of Dissolution are filed by the Florida Secretary of State.

Dated the 20th day of MARCH, 1997.

✓ Scott C. Newquist
SCOTT C. NEWQUIST, President