

JAN-30-2003 17:23

KRAMER, GREEN, et al

P.01/04

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Florida Department of State  
Division of Corporations  
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From: Account Name : KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.  
Account Number : 073707002173  
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03 JAN 31 AM 11:11  
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DIVISION OF CORPORATIONS

DISSOLUTION

TACO AFTERMARKET MANAGEMENT, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

**ARTICLES OF DISSOLUTION**  
**TACO AFTERMARKET MANAGEMENT, INC.**

1. The name of the corporation is TACO AFTERMARKET MANAGEMENT, INC.
2. The names and respective address of its officers are:

Jon Kushner  
President, Secretary, Treasurer  
50 NE 179<sup>th</sup> Street  
Miami, FL 33162

William Kushner  
Vice President  
50 NE 179<sup>th</sup> Street  
Miami, FL 33162

3. The name and address of its Director are:

Jon Kushner  
50 NE 179<sup>th</sup> Street  
Miami, FL 33162.

William Kushner  
50 NE 179<sup>th</sup> Street  
Miami, FL 33162

4. All debts, liabilities, and obligations of the Corporation have been paid or discharged or adequate provision has been made for them.
5. All the remaining property and assets of the Corporation have been distributed among the Shareholders in accordance with their respective rights and interests (or no property remains for distribution to Shareholders after applying it to the payment of the liabilities and obligations of the Corporation.)
6. There are no actions pending against the Corporation in a court (or adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against the Corporation in any pending action.)
7. An executed copy of the written consent of the Shareholders and Directors is attached. This written consent has been signed by all Shareholders and Directors.

Dated: 01.28.03, 2003.

  
JON KUSHNER, President

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STATE OF FLORIDA }

COUNTY OF Broward }

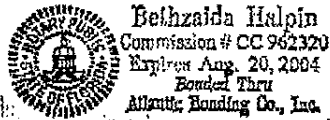
The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of January, 2003, by JON KUSHNER, as President of TACO AFTERMARKET MANAGEMENT, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or produced as identification and who did take an oath.

B Halpin  
Notary Public

Bethzaida Halpin  
Typewritten Name of Notary

My Commission Expires:

Aug. 20, 2004



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**WRITTEN ACTION BY SHAREHOLDERS AND DIRECTORS  
OF  
TACO AFTERMARKET MANAGEMENT, INC.**

The undersigned, constituting the sole Directors and Shareholders of TACO AFTERMARKET MANAGEMENT, INC., a Florida corporation, hereby take the following action in lieu of a formal meeting and waive all notice requirements.

1. The Corporation shall pay off all outstanding debts immediately or provide a reserve.
2. The Corporation shall wind down and dissolve no later than December 31, 2002, and JON KUSHNER, as President is authorized to execute the Articles of Dissolution. The same shall be filed with the Secretary of State of the State of Florida.
3. All remaining property of the Corporation after payment or reserve for debts shall be distributed to the Shareholders.
4. JON KUSHNER, as President of the Corporation, is authorized to take any further action which may be necessary to dissolve and liquidate the Corporation.

Dated: January 28, 2003.

DIRECTORS AND/OR SHAREHOLDERS:

  
JON KUSHNER

  
WILLIAM KUSHNER

  
MICHAEL KUSHNER