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FINO AVIATION SERVICES, INC.
6601 Lyons Rd, Building C-8
Coconut Creek, FL 33073
Telephone (661) 295-5722

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 20, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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Dear Florida Department of State:

The corporation of FINO AVIATION SERVICES, INC. respectfully wishes to dissolve. Please find enclosed ARTICLES OF DISSOLUTION of FINO AVIATION SERVICES, INC. regarding the dissolution of the corporation provided for in SECTION 607.1403, Florida Statutes.

Enclosed is a check for \$52.50. In addition to the \$35 filing fee of the articles of dissolution, the corporation requests one (1) certified copy at \$8.75 and one (1) certificate of status at \$8.75.

Please feel free to contact us with any question or required information.

Very truly yours,
FINO AVIATION SERVICES, INC.


Jim Barker

Diss
9-10-01
RBS

ARTICLES OF DISSOLUTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: FINO AVIATION SERVICES INC.

SECOND: The date dissolution was authorized: JULY 31, 2001

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

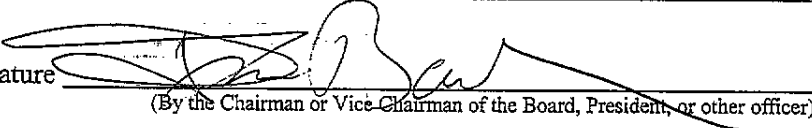
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

CAPTIVE AIR INC. (50% OWNER)
(voting group)

Signed this 31 day of JULY, 2001

Signature


(By the Chairman or Vice-Chairman of the Board, President, or other officer)

JAMES BARKER
(Typed or printed name)

PRESIDENT
(Title)