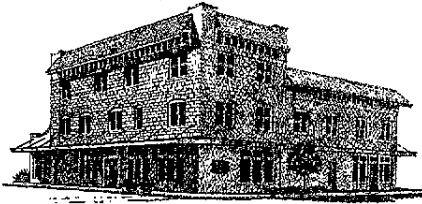


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HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.

ATTORNEYS AT LAW
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Bradenton, Florida 34205-7504
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W. NELON KIRKLAND



Please Reply To:
Post Office Box 400
Bradenton, Florida 34206-0400

Fax: (941) 746-9229

Direct Fax #: (941) 747-0583

January 4, 2001

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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*****43.75 *****43.75

Re: S. and B. Marketing of Sarasota, Inc.

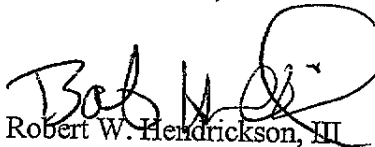
Dear Sir or Madam:

Enclosed please find two (2) originals of the Articles of Dissolution for the above-referenced corporation. Also enclosed is my firm's check in the amount of \$43.75 to cover the cost of filing the Articles of Dissolution and returning a certified copy. If the enclosed meet with your approval, it will be greatly appreciated if you would file the Articles of Dissolution and return a certified copy to the undersigned.

Should you have any questions regarding the enclosed, please do not hesitate to contact me at your earliest convenience.

Very truly yours,

HARRISON, HENDRICKSON, DOUGLASS
& KIRKLAND, P.A.


Robert W. Hendrickson, III

RWH:kes
Enclosures
cc: S. and B. Marketing of Sarasota, Inc.

FILED
01 JAN -9 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

T BROWN JAN 11 2001

FILED
01 JAN -9 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
FOR
S. AND B. MARKETING OF SARASOTA, INC.

Pursuant to Section 607.1403, Florida Statutes (2000), S. and B. Marketing of Sarasota, Inc., a Florida corporation (the "Corporation"), hereby files its Articles of Dissolution and states that:

1. The name of the Corporation is S. and B. Marketing of Sarasota, Inc., a Florida corporation.

2. Dissolution was authorized by the Shareholders of the Corporation on December 31, 2000.

3. Dissolution was approved by the Shareholders of the Corporation, and the number of votes cast for dissolution by the Shareholders was sufficient for approval. Voting by voting groups of the Shareholders was not required.

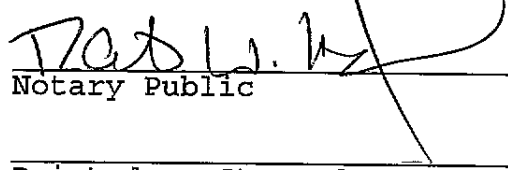
WHEREFORE, the undersigned has executed these Articles of Dissolution on behalf of the Corporation this 3rd of January, 2001.

S. AND B. MARKETING OF SARASOTA, INC.

By: 
Thomas G. Whealy, President

STATE OF FLORIDA
COUNTY OF MANATEE

3rd The foregoing instrument was acknowledged before me this day of January, 2001, by Thomas G. Whealy, the President of S. and B. Marketing of Sarasota, Inc., on behalf of the corporation. He is personally known to me or has produced as identification and ~~did~~ (did not) take an oath.


Notary Public

Printed or Stamped Name of Notary
My Commission expires: