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March 30, 1998

Via Federal Express

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

Re: Ultimate Auto Parts, Inc.  
Our File No. 96-5809

400002473984--5  
-03/31/98--01085--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

Enclosed are the Articles of Dissolution for Ultimate Auto Parts, Inc., a Florida corporation to be filed with the Florida Secretary of State. Also enclosed is my firm's check in the amount of Eighty-Seven and 50/100 (\$87.50) Dollars representing your filing fee and the fee for a certified copy of the Articles of Dissolution.

I have enclosed a self-addressed stamped envelope for the certified copy of the Articles of Dissolution.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

*Juan E. Rodriguez*  
Juan E. Rodriguez

JER/td

Encl. (as stated)

cc: Jose Luis Amador

AUTHORIZATION BY PHONE TO

CORRECT DATE of Adoption

4/12  
KRS

FILED  
98 MAR 31 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VOIDS  
4/12

ARTICLES OF DISSOLUTION  
OF ULTIMATE AUTO PARTS, INC.

Ultimate Auto Parts, Inc. hereby files these Articles of Dissolution for the purpose of dissolving a corporation for profit in accordance with Florida Statutes.

ARTICLE I

I. The name of the corporation is Ultimate Auto Parts, Inc.

ARTICLE II

1. Dissolution of Ultimate Auto Parts, Inc. was authorized by unanimous written consent of all shareholders of the Corporation adopted on March 23, 1998, effective on March 31, 1998 which consent by all shareholders of the Corporation is sufficient for approval of said dissolution.

In Witness Whereof, the Corporation has executed these Articles for the uses and purposes therein stated.

Ultimate Auto Parts, Inc.,  
a Florida corporation

By: JM.  
Jose Luis Amador, President

ATTEST:  
(Seal)

Eloy Quevedo  
Eloy Quevedo, Secretary

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 23 day of March, 1998, by Jose Luis Amador and Eloy Quevedo as President and Secretary, respectively of Ultimate Auto Parts, Inc., a Florida corporation on behalf of said corporation. They are personally known to me and have each produced a Florida Driver's License as identification.

My Commission Expires:

Jose de Jesus Basilio  
Name:  
Notary Public, State of Florida

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