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DIVISION OF CORPORATIONS
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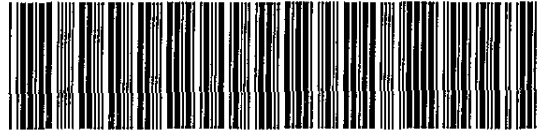
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JONES & FLOWERS

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MICHAEL A. JONES
MICHAEL A. FLOWERS

November 13, 2002

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Dear Sir:

RE: NORTHSTAR MARINE, INC.

Enclosed is the original and one copy of the Articles of Dissolution of Northstar Marine, Inc. Please certify a copy of the articles and return it to our office.

A check in the amount of \$43.75 for the filing fee/certification is enclosed.

Should you have any questions please contact me.

Very truly yours,


MICHAEL A. JONES

mlm
Enclosures

FILED
SECRETARY OF
DIVISION OF CORPORATIONS
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NORTHSTAR MARINE, INC.
ARTICLES OF DISSOLUTION

NORTHSTAR MARINE, INC., a Florida corporation, executes the following articles of dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is **NORTHSTAR MARINE, INC.** ("the company")

SECOND: The shareholders of the company approved the dissolution of the company on November 12, 2002.

THIRD: The number of votes cast by the shareholders of the company for dissolution was sufficient for approval of that action.

EXECUTED: November 12, 2002.

NORTHSTAR MARINE, INC.



J. CHAPLINE HODGES, III

President