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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 840370 155222A
AUTHORIZATION : *Patricia Pijet*
COST LIMIT : \$ 35.00

ORDER DATE : September 22, 2000
ORDER TIME : 3:42 PM
ORDER NO. : 840370-005
CUSTOMER NO: 155222A
CUSTOMER: Adron Walker, Esq
Barnes Walker, Chartered
3119 Manatee Avenue, West
Bradenton, FL 34205

DOMESTIC FILINGS

700003402047--2

NAME: MIKE CARTER CONSTRUCTION
OF TENNESSEE, INC.

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XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

000000000000 SEP 25 2000

CONTACT PERSON: Jeanine Reynolds EXT 1133
EXAMINER'S INITIALS: _____

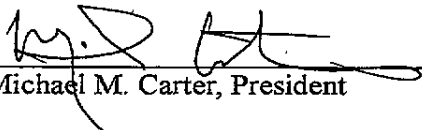
**ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 607.1403
OF THE FLORIDA BUSINESS CORPORATION ACT
OF
MIKE CARTER CONSTRUCTION OF TENNESSEE, INC.**

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

Article I. The name of the Corporation is: Mike Carter Construction of Tennessee, Inc.

Article II. The Board of Directors recommended to the Shareholders as of September 1, 2000 that the Corporation be dissolved effective September 29, 2000, and a resolution to that effect was adopted by the shareholders of the Corporation as of September 1, 2000, the number of votes cast or consents given for dissolution being sufficient for approval. Voting by voting groups was not required.

Article III. Pursuant to the aforementioned resolution, the effective date of the Articles of Dissolution and the date this Corporation is dissolved is September 29, 2000.



Michael M. Carter, President

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