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Bruce J. Sperry, P.A.

Telephone
(813) 754-3030

Attorney at Law
1003 Alexander St. South
Suite 1
Plant City, Florida 33566

Telecopier
(813) 754-3928

June 10, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Drive Alert, Inc.

Dear Sir or Madam:

Please find enclosed Articles of Dissolution and Statement of Intent to Dissolve Drive Alert, Inc. by Written Consent of the Shareholders to be filed.

Also enclosed is my firm check in the amount of \$35.00 to cover the filing fee.

Thank you for your attention to this matter.

Sincerely,

BRUCE J. SPERRY, P.A.

By: 

Bruce J. Sperry

Enclosures

cc: Mr. Jody Willis

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TALLAHASSEE, FLORIDA

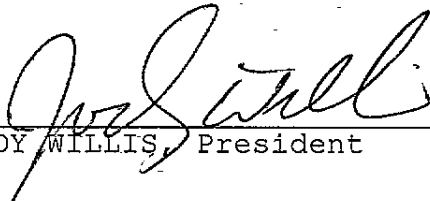
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ARTICLES OF DISSOLUTION

Pursuant to Section 607.1403, Florida Statutes, this corporation submits the following Articles of Dissolution:

- FIRST: The name of the corporation is DRIVE ALERT, INC.
- SECOND: The date dissolution was authorized: May 19, 1998
- THIRD: Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 21st day of May, 1998.



JODY WILLIS, President


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF INTENT TO DISSOLVE
DRIVE ALERT, INC.
BY WRITTEN CONSENT OF THE SHAREHOLDERS

Pursuant to the provisions of Section 607.1402(6) of the Florida Statutes, the undersigned corporation submits the following statement of intent to dissolve the corporation upon written consent of its shareholders:

1. The name of the corporation is DRIVE ALERT, INC.
2. The shareholders of the corporation hereby authorize the dissolution of the corporation, acting in accordance with Section 607.0704.



JODY WILLIS



LYNNE WILLIS

Date: May 19, 1998

DRIVE ALERT, INC.

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