

April 28, 2000

VIA FEDERAL EXPRESS
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Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Filing of Articles of Dissolution for Subsidiaries of Smart Choice Automotive Group, Inc. ("SMCH")

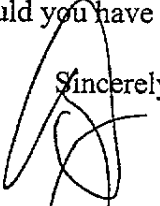
Dear Sir/Madam:

Enclosed please find the Articles of Dissolution for Premium Bonding & Insurance Services, Inc., Liberty Finance Company and Smart Cars, Inc. which are wholly-owned subsidiaries of SMCH and Florida corporations together with a check made payable to the Department of State in the amount of \$105.00. This amount represents the \$35.00 filing fee for the dissolution of the three (3) subsidiaries.

Please process these documents accordingly.

Please do not hesitate to call should you have any questions concerning the foregoing.

Sincerely,


Lillian Clover
Director of Legal Services
and Corporate Paralegal

:lc
Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 PM 12:18

V. SHEPARD MAY 19 2000

Telephone: (321) 264-4149 ♦ Toll Free: (888) 762-7816 ♦ Fax: (321) 264-0376
5200 South Washington Avenue ♦ Titusville, Florida 32780-7316



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 15, 2000

LILLIAN CLOVER
SMART CHOICE AUTOMOTIVE GROUP
5200 S. WASHINGTON AVE.
TITUSVILLE, FL 32780-7316

SUBJECT: SMART CARS, INC.
Ref. Number: P97000068788

We have received your document for SMART CARS, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

If the dissolution was approved by the shareholders and if voting by voting groups was required, a statement that the number cast for dissolution was sufficient for approval must be separately provided for each voting group entitled to vote separately on the dissolution. The name(s) of each voting group(s) should be indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 300A00027066

Rec'd 5/18

**ARTICLES OF DISSOLUTION
OF
SMART CARS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 PM 12:18

PURSUANT to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act, Smart Cars, Inc., a Florida Corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

1. The name of the Corporation filing these Articles of Dissolution is Smart Cars, Inc.
2. The dissolution was authorized by an unanimous written consent of the Board of Directors and sole Shareholder of the Corporation as of April 27, 2000, such vote cast for dissolution being sufficient for approval.

IN WITNESS WHEREOF, the undersigned being the President of Smart Cars, Inc., has executed these Articles of Dissolution on behalf of the Corporation as of the 27th day of April, 2000.

SMART CARS, INC., a Florida corporation

By: _____

Gary R. Smith, President