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August 21, 1998

Department of State
Division of Corporations-Amendment Section
P. O. Box 6327
Tallahassee, Florida 32314

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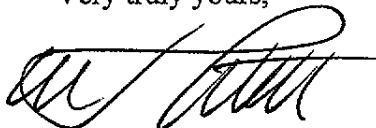
RE: Prepaid Convenience Card, Inc.

Dear Sir/Madam:

Enclosed please find an original and three (3) copies of the Articles of Dissolution of Prepaid Convenience Card, Inc. along with a check in the amount of \$35.00 to cover the filing fee. I would appreciate it if you would send me two filed copies of the Articles of Dissolution for my file. I have enclosed a stamped, self-addressed envelope for your convenience in sending them to me.

Please feel free to contact me at (205) 458-5143 should you have any questions concerning this request. Thank you for your consideration in this regard.

Very truly yours,


W. Lee Thuston

WLT/mra

Enclosure

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SouthTrust Tower
420 North Twentieth Street, Suite 3100
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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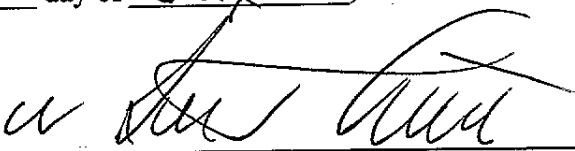
**ARTICLES OF DISSOLUTION
OF
PREPAID CONVENIENCE CARD, INC.
(the "Corporation")**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, Florida Statutes, the undersigned Florida profit corporation submits the following articles of dissolution:

- FIRST:** The name of the Corporation is Prepaid Convenience Card, Inc.
- SECOND:** The dissolution of the Corporation was authorized on the 31st day of July, 1998.
- THIRD:** The dissolution of the Corporation was approved by the sole shareholder. The total number of votes cast for approval of the dissolution of the Corporation was 510. The total number of votes cast against the dissolution of the Corporation was 0. The number of votes cast for dissolution of the Corporation was sufficient for approval of the dissolution.
- FOURTH:** These Articles of Dissolution shall become effective upon the filing thereof with the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Dissolution to be executed by its duly authorized officer this 31 day of July, 1998.



W. Lee Thuston
President

This document was prepared by:

W. Lee Thuston, Esq.
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