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PLEASE REPLY TO TAMPA
FILE NO. 38812.97735
39870.99611

P98000033640
VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-12/28/99--01047--001
*****35.00 *****35.00

Re: Pro Tile Distribution, Inc.
Quaker South Corp.

Dear Sir/Madam:

Enclosed for filing are the Articles of Dissolution for Pro Tile Distribution, Inc. and Quaker South Corp. and our firm checks in the amount of \$35.00 each for filing fees.

Please return all correspondence concerning this matter to the following:

Philip M. Shasteen, Esq.
Johnson, Blakely, Pope, Bokor, Ruppel & Burns
100 North Tampa Street, Suite 1800
Tampa, FL 33602

Please call me if you have any questions. Thank you.

Sincerely,

Marilyn D. Alexander
Marilyn D. Alexander
Administrative Assistant to
Philip M. Shasteen, Esq.

Enc.
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99 DEC 28 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pro Tile Distribution, Inc., a Florida corporation, executes the following Articles of Dissolution pursuant to Section 607.1403 of the Florida Business Corporation Act:

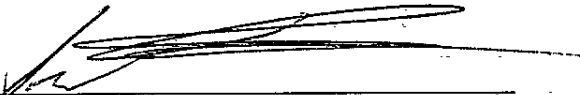
FIRST: The name of the corporation is Pro Tile Distribution, Inc. (the "Company").

SECOND: All of the shareholders of the Company approved the dissolution of the Company on December 26, 1999.

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

EXECUTED: December 26, 1999

PRO TILE DISTRIBUTION, INC.

By: 

Stephen W. Brantingham

Pres.