

**STANLEY A. GOLDSMITH**

**ATTORNEY AT LAW**

**1605 MAIN STREET**

**SUITE 1001**

**SARASOTA, FLORIDA 34236**

**(941)945-4990**

ALSO ADMITTED IN OHIO

P9800005911D

August 4, 1999

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-08/06/99-01056-016

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

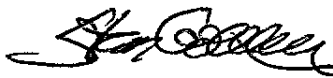
RE: Filing of the Articles of Incorporation  
for SUPERIOR ELECTRONICS ENTERPRISES, INC.

Dear Sir/Madam:

Please be advised that our office represents SUPERIOR ELECTRONICS ENTERPRISES, INC., and it is our client's wish to dissolve their Corporation. I have therefore herewith enclosed the original Articles of Dissolution along with a copy of the Minutes by Unanimous Written Consent of the Sole Shareholder and Minutes by Unanimous Written Consent of the Director of SUPERIOR ELECTRONICS ENTERPRISES, INC. Also enclosed is my law firm check in the amount of THIRTY-FIVE DOLLARS AND (\$35.00) made payable to the Secretary of State for filing of this document.

I would be appreciative it if you would immediately file these Articles so that the Dissolution of this entity may be properly accomplished. Your prompt and courteous attention to this matter is greatly appreciated.

Very truly yours,



Stanley A. Goldsmith

SAG/ab

Enclosure

cc: Billy G. Stratton, Jr.

FILED  
99 AUG -6 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten notes: P9800005911D, 8-6-99, 4/8, FL

## ARTICLES OF DISSOLUTION

of

### SUPERIOR ELECTRONICS ENTERPRISES, INC.

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned Corporation adopts the following articles of dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is SUPERIOR ELECTRONICS ENTERPRISES, INC.
2. The names and respective addresses of the Officers of the Corporation are as follows:

Billy G. Stratton, Jr.	President, Secretary, Treasurer	4815 Fallcrest Circle Sarasota, FL 34233
Tracy E. Stratton	Vice President, Assistant Secretary Assistant Treasurer	4815 Fallcrest Circle Sarasota, FL 34233
3. The names and respective addresses of the Directors of the Corporation are as follows:

Billy G. Stratton, Jr.,	Director	4815 Fallcrest Circle Sarasota, FL 34233
Tracy E. Stratton,	Director	4815 Fallcrest Circle Sarasota, FL 34233
4. Dissolution was authorized on August 4, 1999.
5. The number of votes cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the Corporation have been paid or discharged.
7. All the property and assets of the Corporation remaining after the payment of all debts, obligations, and liabilities of the Corporation, have been distributed among its shareholders in accordance with their respective rights and interests.
8. There are no actions pending against the Corporation in any Court.

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CLERK OF DISTRICT COURT  
SARASOTA COUNTY, FLORIDA

9. The Corporation has elected to dissolve by unanimous written consent of the Shareholder. The Resolution to dissolve the Corporation having been duly adopted by the Sole Shareholder is attached to these Articles.

Dated Aug 4 1999

SUPERIOR ELECTRONICS  
ENTERPRISES, INC.

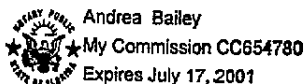
By Billy G. Stratton Jr.  
Billy G. Stratton, President

STATE OF FLORIDA       )  
COUNTY OF SARASOTA ) ss:

The foregoing Articles of Dissolution of SUPERIOR ELECTRONICS ENTERPRISES, INC., were acknowledged before me this 4<sup>th</sup> day of August 1999, by BILLY G. STRATTON, JR., as President and Director. He is personally known to me or has produced Fla Drivers License as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

Andrea Bailey  
Signature of Notary Public

Print Name of Notary Public  
I am a Notary Public of the State of \_\_\_\_\_,  
and my commission expires on \_\_\_\_\_.



MINUTES BY THE UNANIMOUS WRITTEN CONSENT  
OF THE SOLE SHAREHOLDER OF

SUPERIOR ELECTRONICS ENTERPRISES, INC.,

A FLORIDA CORPORATION,  
DATED THE 4 DAY OF August, 1999

BY AND AS THE SPECIAL MEETING OF THE  
SOLE SHAREHOLDER OF THE CORPORATION IN  
ACCORDANCE WITH FLORIDA STATUTES

The undersigned, being the Sole Shareholder of SUPERIOR ELECTRONICS ENTERPRISES, INC., a Florida corporation, hereby take the following action by his unanimous written consent, as a Special Meeting of the Sole Shareholder of the Corporation, in accordance with the Bylaws of the Corporation and Florida Statutes:

WHEREAS, the Corporation has determined that it is in its best interests to dissolve the Corporation immediately; and

WHEREAS, the Officers and the Sole Shareholder of the Corporation be, and they hereby are, authorized and empowered to take any and all actions necessary to effect the foregoing Resolutions.

RESOLVED, that Corporation be dissolved as of this 4 day of August, 1999.

FURTHER RESOLVED, that the Officers of the Corporation be, and they hereby are, authorized and empowered to take any and all actions necessary to effect the foregoing Resolutions.

APPROVED, AUTHORIZED, RATIFIED AND CONFIRMED

Aug 4, 1999  
Dated

  
BILLY G. STRATTON, JR.,  
Sole Shareholder

FILED  
99 AUG 6 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA