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WARNER, FOX, SEELEY, DUNGEY & SWEET

DEBORAH B. BEARD RICHARD J. DUNGEY* M. LANNING FOX* GARY L&SWEET THOMAS E. WARNER** TIM B. WRIGHT

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*BOARD CERTIFIED REAL ESTATE LAWYER
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L.L.P.

1100 S. FEDERAL HIGHWAY P.O. DRAWER 6 STUART, FLORIDA 34995-0006 (561) 287-4444 TELEFAX (561) 220-1489 ANTHONY L. CONTICELLO LOUIS E. LOZEAU, JR. WILLIAM R. PONSOLDT, JR. ***BETH TEARDO PRINZ SUSANN WARD

JUPITER (561) 744-6499

***BOARD CERTIFIED WILLS, TRUSTS & ESTATES LAWYER

FILED

98 DEC -4 PH 1: 46

SECRETARY OF STATE
FALLAHASSEE, FLORIDA

November 30, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

RE: W.L. KNOWLES BOAT CO.

600002702966--3 -12/04/98--01037--005 *****43.75 *****43.75

Ladies/Gentlemen:

Enclosed please find duplicate original and one copy of Articles of Dissolution and our check in the amount of \$43.75, representing the following:

Filing Fee \$35.00 Certified Copy Fee \$ 8.75 \$43.75

Please forward the certified copy of the Articles of Dissolution to the undersigned.

Sincerely,

Beth Teardo Prinz

BTP/jsg Enclosures

pc: Mr. W.L. Knowles

DISS. 12-10-98 CC.

FORM 123Q

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: W.L. KNOWLES BOAT CO.
PECONT.	
SECOND:	The articles of incorporation were filed on: August 31, 1998
THIRD:	(CHECK ONE)
	None of the corporation's shares have been issued.
	The corporation has not commenced business.
FOURTH:	No debt of the corporation remains unpaid.
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
SIXTH:	Adoption of Dissolution (CHECK ONE)
	A majority of the incorporators authorized the dissolution.
	A majority of the directors authorized the dissolution.
Signe	ed this VI day of NOVEANDEN, 19 98
Signatur	
	(By the chairman of vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)
_	W.L. Knowles
(Typed or printed name)	
1 ·	President
	(Title)