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VIA U.S. MAIL

January 25, 2001

DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

100003590901--8  
-01/29/01--01136--011  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

RE: ARTICLES OF DISSOLUTION-EVERGREEN SP, INC.

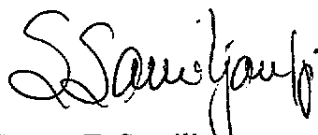
Dear Sir/madam:

Enclosed please find our trust account check in the amount of \$43.75 payable to the Division of Corporations representing \$35.00 for filing fee of a new corporation and \$8.75 for a return certified copy on the above referenced. Kindly forward at your earliest convenience in the self addressed stamped envelope provided.

Should you need anything further, please do not hesitate to contact our office.

Sincerely,

Megias, McCabe & Samiljan



Steven T. Samiljan

STS/js

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FILED  
01 JAN 29 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Voldis*

T. LEWIS JAN 31 2001

ARTICLES OF DISSOLUTION  
OF  
**EVERGREEN SP., INC.**

Pursuant to the provisions of Section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

**FIRST:** The name of the corporation is: **EVERGREEN SP., Inc.**

**SECOND:** The date dissolution was authorized: December 28, 2000.

**THIRD:** Adoption of Dissolution. Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 10 day of January, 2001.

**EVERGREEN SP., Inc.**

By: Blair Turner  
Blair Turner  
President

FILED  
01 JAN 29 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA