P98000105013 FIRST AMERICAN CAPITAL LIQUIDATING TRUST

P.O. Box 17129

Clearwater, Florida 33762 Telephone: 727-536-5966 Facsimile: 727-536-2047

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

February 6, 2001

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

To Whom It May Concern:

Enclosed you will find the Articles of Dissolution for Gulfcoast Education Center, Inc. and Fact Acquisition Corporation, together with a check for \$87.50. Please return a certified copy of the certificate of status for each company.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

FIRST AMERICAN CAPITAL LIQUIDATING TRUST

DD/nah

ARTICLES OF DISSOLUTION

		ARTICLES OF DISSOLUTION 0/FEB	
Pursuant to (507.1401, Florid	ARTICLES OF DISSOLUTION Of FEB 9 da profit corporation submits the following articles of dissolution PM 12: AHASSEE, FLORE The corporation in Foot Acquisition Corporation	
FIRST:	The name of the corporation is: Fact Acquisition Corporation		
SECOND:	The filing date of the articles of incorporation was: December 1998		
THIRD:	(CHECK ON	E)	
		None of the corporation's shares have been issued.	
	\square	The corporation has not commenced business.	
FOURTH:	No debt of th	e corporation remains unpaid.	
FIFTH:		ne net assets of the corporation remaining after winding up have been distributed the shareholders, if shares were issued.	
SIXTH:	Adoption of I	Adoption of Dissolution (CHECK ONE)	
		A majority of the incorporators authorized the dissolution.	
	凶	A majority of the directors authorized the dissolution.	
Signature(B;	Meu	31 day of January , 2001 . Vice Chairman of the Board, President, or other officer – if there are no officers or	
dir	ectors, by an incor		
-	Derri Davisso	On (Typed or printed name)	
	Dunetti (M)	,	
	President/Dir	ector (Title)	