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810 63RD AVENUE NORTH
ST. PETERSBURG, FLORIDA 33702

CHRISTOPHER F. WELLS
(1949-1988)

PLEASE REPLY TO

TELEPHONE
(727) 522-3070

*MEMBER OF FLORIDA
AND INDIANA BAR

P.O. BOX 20768
ST. PETERSBURG, FLORIDA 33742

FACSIMILE
(727) 522-6406

March 24, 1999

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

200002820092--9
-03/26/99-01082-010
*****85.00 *****35.00

Re: Florida Highway Maintenance, Inc.

Gentlemen:

Enclosed herewith please find the original Articles of Dissolution and an original Application for Registration of Fictitious Name for filing with the Secretary of State.

We have enclosed our firm's check in the amount of \$85.00 (\$35.00 for filing Articles of Dissolution and \$50.00 for filing Fictitious Name) as payment for the required filing fees.

Thank you for your courtesy and cooperation in this matter.

Sincerely yours,

MOUSER & WELLS, P.A.



Todd Berger

FILED
99 MAR 26 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TB/sy
Encl.

Validis

TLE MAR 29 1999

ARTICLES OF DISSOLUTION
OF
FLORIDA HIGHWAY MAINTENANCE, INC.

FILED
99 MAR 26 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of the corporation is FLORIDA HIGHWAY MAINTENANCE, INC.

ARTICLE II

The names and respective addresses of the officers of the corporation are as follows:

Robert Grimsley - President
8917 Maislin Drive, Building G, Tampa, FL 33637
James B. Azzarelli - Vice President/Secretary/Treasurer
8917 Maislin Drive, Building G, Tampa, FL 33637

ARTICLE III

The names and respective addresses of the directors of the corporation are as follows:

Robert Grimsley - President
8917 Maislin Drive, Building G, Tampa, FL 33637
James B. Azzarelli - Vice President/Secretary/Treasurer
8917 Maislin Drive, Building G, Tampa, FL 33637

ARTICLE IV

Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.

ARTICLE V

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.

ARTICLE VI

There are no actions pending against the corporation in any court.

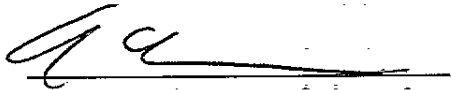
ARTICLE VII

The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation or signed in their names by their attorneys thereunto duly authorized. A copy of such written consent is attached to these articles.

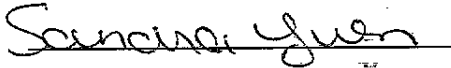
IN WITNESS WHEREOF, the undersigned officer of the corporation has executed these Articles of ~~Incorporation~~ ^{Dissolution} on this 13 day of March, 1999.

Witnesses:

FLORIDA HIGHWAY
MAINTENANCE, INC.

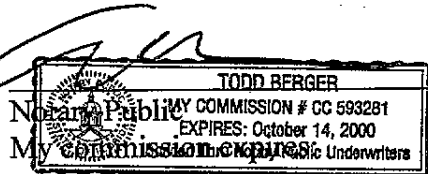


By: 
ROBERT GRIMSLEY, President



STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 13th day of March, 1999, by ROBERT GRIMSLEY, as President of FLORIDA HIGHWAY MAINTENANCE, INC., a Florida corporation on behalf of the corporation. He is personally known to me and did take an oath.




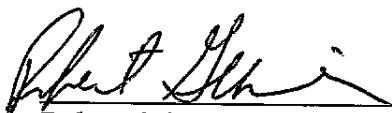
**UNANIMOUS WRITTEN CONSENT OF
SHAREHOLDERS TO VOLUNTARY DISSOLUTION OF
FLORIDA HIGHWAY MAINTENANCE, INC.,
A FLORIDA CORPORATION**


We, the undersigned, being all of the shareholders of FLORIDA HIGHWAY MAINTENANCE, INC., a Florida corporation, do hereby consent to the voluntary dissolution of such corporation and do authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date:

<u>Signature</u>	<u>Date</u>	<u>No. of Shares</u>
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 James B. Azzarelli	3/12/99	333 1/3
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 Robert Grimsley	3/13/99	333 1/3
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 David Richardson	3-15-99	333 1/3
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