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JERREL E. TOWERY, P.A. Attorney At Law 291 Tandem Center 333 South Tamiami Trail Venice, Florida 34285

Jerrel E. Towery

January 28, 2003

Telephone (941) 485-3391 FAX (941) 485-3630

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

RE: Articles of Dissolution of Prism Painting, Inc.

Dear Sir or Madam:

Enclosed please find the above-referenced document, along with our check in the amount of \$35.00 for your fee.

Thank you for your assistance in this matter.

Jerrel E. Towery

JET/rks

Enclosures

FLORIDA ARTICLES OF DISSOLUTION OF PRISM PAINTING, INC.

FILED

03 FEB 10 PM 4:00

ALLAHASSEE. FLORIDA

Pursuant to Section 607.1402(6) and 607.0704 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

FIRST: The name of the Corporation is **PRISM PAINTING**, **INC**.

SECOND: The names and respective addresses of its officers are as follows:

President: THOMAS A. KOLP

Vice President: STEPHEN R. EGNATOWSKI

Secretary: THOMAS A. KOLP

Treasurer: STEPHEN R. EGNATOWSKI

Address of THOMAS A. KOLP: 355 Glen Oak, Venice, FL 34293 Address of STEPHEN R.EGNATOWSKI:359 Lake Rd., Venice, FL 34293

THIRD: The names and respective address of its directors are as follows:

THOMAS A. KOLP, 355 Glen Oak, Venice, FL 34293

STEPHEN R.EGNATOWSKI, 359 Lake Rd., Venice, FL 34293

FOURTH: All liabilities and obligations of the Corporation have been paid or discharged.

FIFTH: All remaining assets have been distributed to the Shareholders according to their respective rights and interests.

SIXTH: There are no actions pending against the corporation.

SEVENTH: Written consent to the dissolution of the Corporation has been signed by all Shareholders of the Corporation. A copy of said consent is attached hereto.

EIGHTH: The effective date of the dissolution of the Corporation is January 2003.

THOMAS A. KOLP

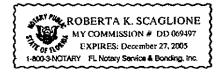
STATE OF FLORIDA COUNTY OF SARASOTA

Signature of Acknowledger

ROBERTA K. SCAGLIONE
Printed Name of Acknowledger

Notary Public Title or Rank

Date Commission Expires:



SHAREHOLDERS CONSENT TO DISSOLUTION OF CORPORATION

The undersigned Shareholders, constituting all of the Shareholders of all of the outstanding shares of stock in PRISM PAINTING, INC., hereby consent and agree to the dissolution of PRISM PAINTING, INC. The Shareholders further consent and agree to the preparation and filing of Articles of Dissolution to be filed with the Secretary of State for the State of Florida, in order to accomplish said Dissolution of Corporation.

Dated this 27 day of Jan , 2003.

THOMAS A. KOLP

Stephen R. EGNATOWSKI