V0065

MARTIN, ADE, BIRCHFIELD & MICKLER, P.A.

JAMES L. ADE
LYNDA R. AYCOCK
W. O. BIRCHFIELD
TIMOTHY A. BURLEIGH
JASON E. CAMPBELL
CHARLES L. CRANFORD
STEPHEN H. DURANT
T. WILLIAM GLOCKER
MICHAEL E. GOODBREAD, JR.
STEPHEN D. HALKER
SHARON ROBERTS HENDERSON

ONE INDEPENDENT DRIVE - SUITE 3000

JACKSONVILLE, FLORIDA 32202

MAILING ADDRESS: POST OFFICE BOX 59 JACKSONVILLE, FLORIDA 32201

TELEPHONE (904) 354-2050 TELECOPIER (904) 354-5842

February 15, 1999

BARBARA CHRISTIE JOHNSTON
MYRA LOUGHRAN
RALPH H. MARTIN
ROBERT O. MICKLER
JEANNE M. MILLER
JOHN D. MILTON, JR.
JAMES A. NOLAN, III
DANIEL B. NULNN, JR.

SCOTT G. SCHILDBERG
MICHAEL D. WHALEN
GARY L. WILKINSON

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L. PETER JOHNSON (1942-1988)

\*\*\*\*\*35.00 \_\*\*\*\*\*35.00 \_ \*\*

## VIA FEDERAL EXPRESS

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: Green Power Holding, Inc.

To Whom It May Concern:

Please find enclosed the original and one (1) copy of the executed Articles of Dissolution for the above-referenced corporation for filing along with our firm check in the amount of \$35.00 for filing fees.

Please return a date stamped copy of the Articles of Dissolution to my attention in the self-addressed stamped envelope enclosed herewith. Thank you for your assistance.

Sincerely,

Holey

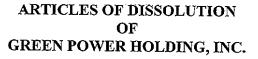
Haley A. Watkins

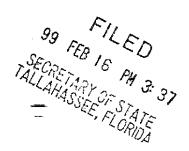
Paralegal

/hw Enclosures SECRETARY OF STATES

PALLAHASSEE, FLORIDGE

FEB 1 8 19991





The undersigned corporation, pursuant to Florida Statutes Section 607.14 $\overline{02}$  (1997), hereby adopts the following Articles of Dissolution:

- 1. The name of the corporation is Green Power Holding, Inc. (the "Corporation").
- 2. The dissolution of the Corporation was authorized on 9 FEBRUARY, 1999.
- 3. Pursuant to sections 607.1402(6) and 607.0704, Florida Statutes (1997), all of the shareholders of the Corporation unanimously authorized the dissolution of the Corporation by written consent.
- 4. Voting by voting groups was not required to approve the dissolution of the Corporation.
- 5. These Articles of Dissolution shall become effective upon filing with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on behalf of the Corporation this  $9^{44}$  day of FEBLUARY, 1999.

GREEN POWER HOLDING, INC., a Florida corporation

By: Xun Zluf
Print: LEON E. RICHAETZ
Its: PRESIDENT