

Division of Corporations

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DISSOLUTION

TOP SOURCE AUTOMOTIVE, INC.

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3/3/03

2/28/2003

ARTICLES OF DISSOLUTION
OF
TOP SOURCE AUTOMOTIVE, INC.

EFFECTIVE DATE
3-1-03

Pursuant to §607.1402 and §607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

1. The name of the corporation is "Top Source Automotive, Inc." (the "Corporation").
2. Dissolution of the Corporation was approved on February 27, 2003, by the written consent of the shareholders of the Corporation having 85% of the shares of the Corporation entitled to vote on such action (in accordance with the provisions of Fla. Stat. § 607.0704).
3. The number of shareholders consenting to the dissolution of the Corporation was sufficient for approval of such action.
4. The effective date of the dissolution of the Corporation is March 1, 2003.

Signed this 27 day of February, 2003

TOP SOURCE AUTOMOTIVE, INC., a Florida corporation

By: [Signature]
Name: Wm. Willis, Jr.
Title: Pres & CEO

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