C.E.I. RODGERS, INC.

585 Pine Grove Lane Naples, Florida 34103-8536 941/262-2690

December 15, 1997

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

In re: Dissolution of C.E.I. Rodgers, Inc.,

a Florida corporation, Federal I.D. #65-0358674

Dear Madam/Sir:

In connection with the dissolution of the above corporation, I am enclosing the following:

- 1. Articles of Dissolution;
- 2. A check in the amount of \$87.50 to cover the cost of filing the Articles of Dissolution (\$35.00) and a certified copy of the dissolution (\$52.50).

Please send the certified copy to me at the above address.

Very truly yours,

Robert C. Coplan

Enclosures RCC:vs

ARTICLES OF DISSOLUTION

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Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: C.E.I. RODGERS, INC.
SECOND:	The date dissolution was authorized: December 15, 1997
THIRD:	Adoption of Dissolution (CHECK ONE)
Disse was	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Disse	olution was approved by vote of the shareholders through voting groups.
Ti er	he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
th	e only shareholder, Robert C. Coplan.
	(voting group)
Signe	d this 15th day of December , 19 97
Signature _	Mouralphin
	(By the Chairman of Vice Chairman of the Board, President, or other officer)
	Robert C. Coplan
	(Typed or printed name)
	President
	(Title)