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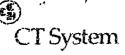
ARTICLES OF DISSOLUTION

0F

MONTERO	TIC B	TNO	659739
MONRECO	USA,	TIMC.	+ 4) **

Pursuant to the provisions of Section 271B.14-030 of the Kentucky Revised Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

•		
1. The name of the c	orporation is:	MONRECO USA, INC.
2. The date dissolut	ion was authoriz	ed is: December 16, 1991
3. If dissolution wa	s approved by th	e shareholders (choose A or B)
A. Votes cast for	or against diss	olution:
	Total	Shares Entitled to Vote as a Class
shares entitled to vote		
shares voted in favor		
shares voted against		
B. Where votes ar	re undisputed:	
	Total	Shares Entitled to Vote as a Class
shares entitled to vote	770	
total number of undisputed votes	770	. Control for the Control of Con
The total number of vo	tes cast for dis	solution was sufficient for approval.
Dated December 16 , 199	1	
		MONRECO USAN INC
		By Challe X La
		Sygnature of Corporate Officer
		President Title of Corporate Officer



December 23, 1991

RE:

MONRECO USA, LTD. (KY DOM)

C T Corporation System 268 S. LaSalle Street Chicago, It. 50604 372 203 1414 Fax 312 263 3928

GB 68496-0

COUNSEL: Mr. Rick Firer, Atty. SCHWARTZ, COOPER, KOLB & GAYNOR Two First National Plaza Suite 1100 Chicago, IL 60603 Dear Sir/Madam:

Secretary of State Corporation Division P.O. Box 718 Frankfort, Kentucky 40602-0718

Pursuant to instructions of Counsel, we enclose for filing the documents identified below:

Incorporation	Merger
Qualification	A. Domestic B. Foreign
Change of Agent/Office	X Dissolution
A. Domestic	A. Statement of Intent
B. Foreign	B. Certificate of Dissolution
Amendment	Withdrawal
A. Domestic	
B. Foreign	Other
the same and the contract of t	and If there are sure break laws

Kindly send evidence to the undersigned. If there are any problems, please call at this toll free number: 1-800-475-1212.

Very truly yours,

CT CORPORATION SYSTEM

Ellen T. Coffey Assistant Secretary

SPECIAL INSTRUCTIONS:

Please file on 12/26/91.

Contin filing by collect -dykone Place