

FILED/EFFECTIVE

RECEIVED 03/14/02 10:31
STATE CLERK

ARTICLES OF DISSOLUTION
OF
ROSE TRAILER INTERIORS, INC.

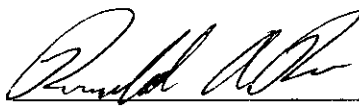
Pursuant to the provisions of the Idaho Code, the shareholders of Rose Trailer Interiors, Inc. adopt the following Articles of Dissolution:

FIRST: The name of the corporation is Rose Trailer Interiors, Inc., 1196 Addison Ave. West, #10, Twin Falls, ID 83301

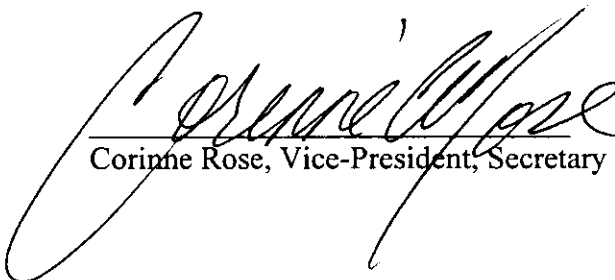
SECOND: Dissolution of the corporation effective December 31, 2001 was authorized by the shareholders a special meeting held on December 31, 2001.

THIRD: The total number of shares authorized to vote on the proposal to dissolve the corporation was two. The total number of votes cast in favor of the proposal was two, and there were no votes in opposition. The number of votes cast in favor was sufficient for approval.

IN WITNESS THEREOF, we have hereto affixed our signatures this 31, day of December 2001.



Ronald Rose, President



Corinne Rose, Vice-President, Secretary

IDAHO SECRETARY OF STATE
03/14/2002 05:00
CK: 1 CT: 158443 BH: 452164
1 @ 38.00 = 38.00 PROF DISSO # 2
1 @ 28.00 = 28.00 EXPEDITE C # 3

C 113133

MINUTES OF A SPECIAL COMBINED MEETING
OF THE DIRECTORS AND SHAREHOLDERS
OF ROSE TRAILER INTERIORS, INC.

A special combined meeting of the Directors and Shareholders of Rose Trailer Interiors, Inc. was held at the corporation's office at 1196 Addison Ave. West #10, Twin Falls, Idaho.

Present were: Ronald Rose, President, Director & Shareholder, and Corinne Rose, Vice President, Director & Shareholder.

The President announced that the purpose of the meeting of the Board of Directors was to consider recommending to the shareholders a proposal to dissolve the corporation.

It was moved and seconded that the following resolution be submitted to the shareholders:

WHEREAS, the corporation has ceased to actively engage in the business it was formed to operate; and

WHEREAS, all debts and obligations of the corporation have been fully discharged and paid; and

WHEREAS, the Board of Directors recommend that the shareholders adopt and approve a proposal to dissolve the corporation.

NOW THEREFORE, BE IT RESOLVED:

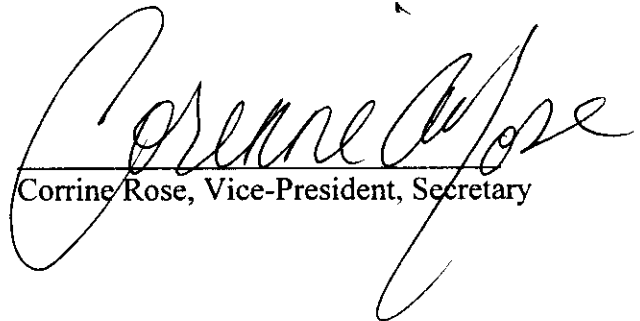
1. That the corporation be dissolved effective December 31, 2001, and
2. That the shareholders adopt and approve Articles of Dissolution in conformity with Idaho Code; and
3. That the officers of the corporation are authorized and directed to subscribe the Articles of Dissolution, and submit them to the Idaho Secretary of State; and
4. That the officers of the corporation be authorized and directed to dispose of all remaining assets of the corporation and wind up its affairs.

The motion was unanimously approved.

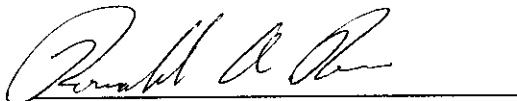
It was moved and seconded that the resolution approved by the Board of Directors be deemed submitted to the shareholders, and that the shareholders adopt and approve the resolution. The motion was unanimously adopted and approved with all the votes being cast in favor of the resolution, and no votes being cast in opposition.

There being no further business, the meeting was adjourned.

DATED this 30th day of December 2001.



Corrine Rose, Vice-President, Secretary



Ronald Rose, President