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TALLAHASSEE, FLORIDA

L00-4595

JK

Stuart Reed, Esq.
Attorney at Law

(305) 674-9495

**940 Lincoln Road, Suite 319
Miami Beach, Florida 33139**

November 25, 2002

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Dissolution Limited Liability Corporation / UNICUM II, L.L.C.

Dear Sir or Madam:

With respect to the above-referenced matter, the following materials accompany this letter:

1. Articles of Dissolution for a Florida Limited Liability Company.
2. Resolution of members to dissolve company.
3. Check made out to Department of State for \$25.00 filing fee.

Thank you for your attention to this matter.

Sincerely,


Stuart Reed

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is Unicum II, L.L.C.

2. The effective date of the limited liability company's dissolution is immediate / upon filing articles of dissolution.

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Osection 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).

Sale of business which was sole purpose of the limited liability corporation, and resolution of sole member/manager to dissolve the limited liability corporation

4 / CHECK ONE:

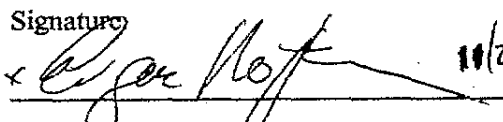
- All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
- Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6 / CHECK ONE:

- There are no suits pending against the company in any court.
-OR-
- Adequate provision has been made for the satisfaction of any judgment, order or decree, which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature	Typed or Printed name
<u></u>	<u>EUGENE HOFFMAN / 100% Membership of L.L.C.</u>
_____	_____
_____	_____
_____	_____

Filing Fee: \$25.00

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 NOV 7 AM 9:33
 CLERK OF CIRCUIT
 JUDGE
 PALM BEACH COUNTY
 FLORIDA