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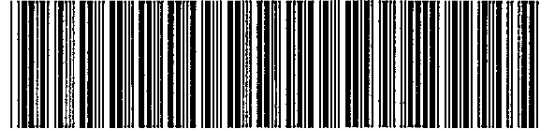
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TALLAHASSEE, FLORIDA

Law Office of Yasmin Tirado-Chiodini, P.A.

November 18, 2002

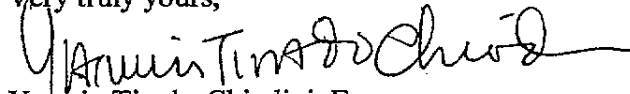
Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Corporations Officer:

Enclosed are the articles of dissolution for Intellishift, LLC and a check for the \$25 processing fee.

Please kindly contact us if you have any questions or comments.

Very truly yours,


Yasmin Tirado-Chiodini, Esq.

Encl.

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

1. The name of the limited liability company is Intellishift, LLC

2. The effective date of the limited liability company's dissolution is July 5, 2002

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

Per written consent of all members of the LLC, as per 608.441(c)

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
Yasmin Tirado-Chiodini
for Intellishift, Inc

Typed or Printed name
YASMIN TIRADO-CHIODINI
FOR INTELLISHIFT, INC

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STATE OF FLORIDA

Filing Fee: \$25.00