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BRIAN M. PELZMAN
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TRIAL AND APPELLATE PRACTICE

MAILING ADDRESS
P.O. BOX 431677
SOUTH MIAMI, FL 33243-1677

August 18, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

200002619782--0
-08/19/98--01053--001
*****52.50 *****52.50

Re: Andalus Ventures, LLC

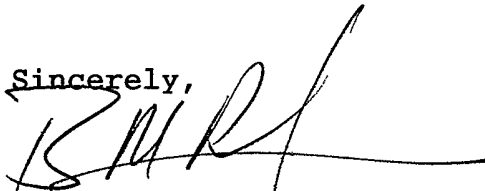
Dear Sir or Madam,

Please be advised that the undersigned represents Andalus Ventures, LLC and its' managing director, Eric Bartoli. Enclosed please find the original Articles of Dissolution for the company, which were executed by the members on June 15, 1998, together with the company's draft in the amount of \$52.50 in payment of your department's fee for the dissolution.

Please provide us written confirmation of the dissolution when same has been issued.

Thank you for your prompt attention to this matter. If you have any questions, please feel free to contact me. I am

Sincerely,


Brian M. Pelzman

FILED
98 AUG 19 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name / Availability	
Document Examiner	DCC
Date of	cc
BMP/er	
Enclosure:	as noted
CC	: Andalus Ventures, LLC Mr. Eric Bartoli
Acknowledgement	DCC
W. P. Verifier	DCC

L94000000647

Articles of Dissolution of Andalus Ventures, LLC

After calling a special meeting and having waived notice of same, the undersigned members of Andalus Ventures, LLC have unanimously agreed to dissolve the limited liability company named Andalus Ventures, LLC.

All debts, liabilities and obligations of the company have been paid or discharged or adequate provisions therefor have been made pursuant to Florida Statutes §608.4421.

All remaining property and assets of the company have been distributed among its' members in accordance with their respective rights and interests and there are no suits pending against the company in any court.

The effective date of dissolution shall be the date of filing of these Articles of Dissolution with the Secretary of State of the State of Florida, in accordance with Florida Statutes §608.01, et seq.

DATED this 8th day of July, 1998.

Flanders Investment Holdings, Inc.

Biscayne Beach Investments, Inc.

By: Eric Bartoli
Eric Bartoli, President

By: Eduardo Fernandez President

98 AUG 19 AM 9:20
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Ohio)
) ss:
County of Cuyahoga)

BE IT REMEMBERED that on this date, the foregoing Eric Bartoli, personally known to me or who produced valid identification, did acknowledge that he executed the foregoing Articles of Dissolution to be his free and voluntary act and deed, and that the allegations made therein are truly set forth.

8th WITNESS my hand and official seal at Dykes Town, Ohio, this
of July, 1998.

Douglas R. Shisler
NOTARY PUBLIC, State of Ohio
at Large

My commission expires:



DOUGLAS R. SHISLER
Notary Public
STATE OF OHIO

Resident Wayne County
My Commission Expires Sept. 9, 2001

Articles of Dissolution of Andalus Ventures, LLC

WHEREAS, after calling a special meeting and having waived notice of same, the undersigned members of Andalus Ventures, LLC unanimously agreed to dissolve the limited liability company named Andalus Ventures, LLC; and

WHEREAS, all debts, liabilities and obligations of the company have been paid or discharged or that adequate provisions therefor have been made pursuant to Florida Statutes § 608.4421; all remaining property and assets of the company have been distributed among its' members in accordance with their respective rights and interests; and, there are no suits pending against the company in any court.

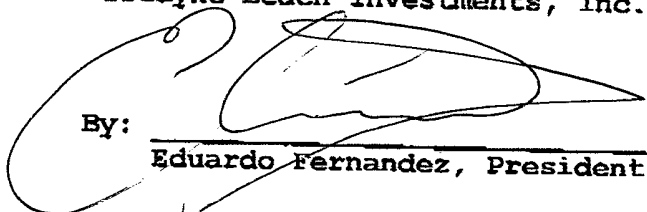
The effective date of dissolution shall be the date of filing of these Articles of Dissolution with the Secretary of State of the State of Florida in accordance with Florida Statutes § 608.01, et seq.

DATED this ____ day of June, 1998.

Flanders Investment Holdings, Inc.

Biscayne Beach Investments, Inc.

By: _____
Eric Bartoli, President

By: 
Eduardo Fernandez, President

FILED
98 AUG 19 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Ohio)
County of _____) ss:

BE IT REMEMBERED that on this ____ day of June, 1998, the foregoing Eric Bartoli, personally known to me or who produced valid identification, did acknowledge that he executed the foregoing Articles of Dissolution to be his free and voluntary act and deed, and that the allegations made therein are truly set forth.

WITNESS my hand and official seal at _____, Ohio, this ____ of June, 1998.

NOTARY PUBLIC, State of Ohio
at Large

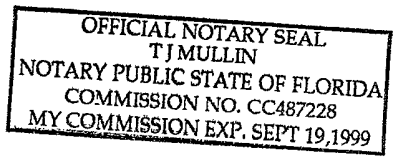
My commission expires:

State of Florida)
County of Dade) ss:

BE IT REMEMBERED that on this 30 day of June, 1998, the foregoing Eduardo Fernandez, personally known to me or who produced valid identification, did acknowledge that he executed the foregoing Articles of Dissolution to be his free and voluntary act and deed, and that the allegations made therein are truly set forth.

WITNESS my hand and official seal at Miami-Dade County, Florida, this 30th of June, 1998.

[Handwritten Signature]
NOTARY PUBLIC, State of Florida
at Large



My commission expires: