

MERCHANT ASSOCIATES, INC.

L96276

CONSULTANTS

7300 North Kendall Drive, Ste. 520
Miami, FL 33156
Phone: (305) 670-2027

July 16, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200002593192--2
-07/20/98--01087--DD2
*****35.00 *****35.00

Please find enclosed a copy of the Articles of Dissolution for Merchant Associates, Inc. Also enclosed is a check for \$35.

All mail or calls should be directed to myself, Beverly Merchant at:

548 San Esteban Avenue
Coral Gables, Florida 33146
Phone: 305-663-8691

Thank you.

FILED
98 JUL 20 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Diss.
7-21-98
CC

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: MERCHANT ASSOCIATES, INC.

SECOND: The date dissolution was authorized: June 10, 1998

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

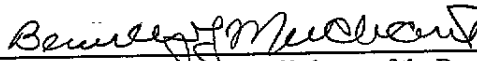
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 16th day of July, 1998

Signature



(By the Chairman or Vice Chairman of the Board, President, or other officer)

Beverly J. Merchant

(Typed or printed name)

President

(Title)

FILED
98 JUL 20 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA