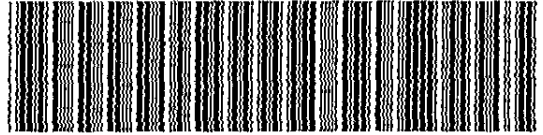
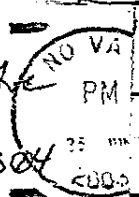


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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Liberator Investment Corporation

SECOND: The filing date of the articles of incorporation was: 5 May 00 (5/11/00)

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.


FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 24 day of June, 03

Signature 
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Rudy M. Amsler

(Typed or printed name)

President

(Title)

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