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April 9, 2002

FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: TDS Holdings Florida, Inc./Dissolution
Our File No. 12776.001

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-04/30/02--01074--010
*****43.75 *****43.75

Ladies and Gentlemen:

Enclosed please find the following:

1. an original and one copy of the Articles of Dissolution of TDS Holdings Florida, Inc., a Florida corporation; and
2. our check payable to the Department of State in the amount of \$43.75 for the filing and certified copy fees.

Please file the original articles, certify the copy, and then return the certified copy to the undersigned in the enclosed, self-addressed stamped envelope provided for your convenience. It is my understanding that the articles will bear the file date when they were received, April 30, 2002, although they may actually be filed a few days later. *It is imperative that they be filed on April 30, 2002.* If my understanding is incorrect, please let me know immediately. Your assistance in this matter is much appreciated.

Should you have any questions regarding the dissolution, please give me a call.

Very truly yours,

Rebecca Moreno

Rebecca M. Moreno
Paralegal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 30 PM 2:41

RMM:av
Enclosures

cc: Ms. Regina Williams (w/ enclosure) - U.S. MAIL
Ms. Kirsten Schoch (w/ enclosure) - U.S. MAIL

Volun - Dissolved
05/08/02
DC

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: TDS Holdings Florida, Inc.

SECOND: The date dissolution was authorized: April 29, 2002

THIRD: Adoption of Dissolution (CHECK ONE)

- Checked box: Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
Unchecked box: 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 29 day of April, 2002

Signature [Handwritten Signature]
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Horst Eylerts

(Typed or printed name)

President, Secretary and Treasurer

(Title)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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