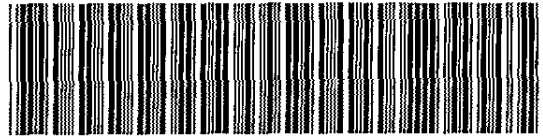


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GEM ENTERPRISE DEVELOPERS INC
% DONALD TABER
500 S CYPRESS RD # 6-A
POMPANO BEACH FL 33060-7141



500025310565

12/09/03--01047--003 **35.00

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[Signature]
12/11/03

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation as currently filed with Department of State:

GEM ENTERPRISES DEVELOPERS, INC

SECOND: The document number of the corporation (if known): PO2000082441

THIRD: The file date of the articles of incorporation was: JULY 2002

FOURTH: (CHECK AT LEAST ONE BOX)

[X] None of the corporation's shares have been issued.

[X] The corporation has not commenced business.

FIFTH: No debt of the corporation remains unpaid.

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

SEVENTH: Adoption of Dissolution (CHECK ONE)

[X] A majority of the incorporators authorized the dissolution.

[] A majority of the directors authorized the dissolution.

Signed this 7 day of DECEMBER, 2003.

Signature: Jean Sellars-Bartos

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

JEAN SELLARS BARTOS

(Typed or printed name of person signing)

SECRETARY + DIRECTOR

(Title of person signing)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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