

ROBERT E. GOLD

P94000006994

June 29, 1998

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

200002580612--4
-07/06/98--01087--018
*****70.00 *****35.00

To Whom It May Concern:

Enclosed please find two (2) executed ARTICLES OF DISSOLUTION forms pursuant to section 607.1403, Florida Statutes, as well as my check in the amount of \$70.00 to cover the filing fees for same.

The two (2) corporations, which ceased doing business prior to December 31, 1997, are as follows:

24 CARAT MARKETING GROUP, INC. P94000006994

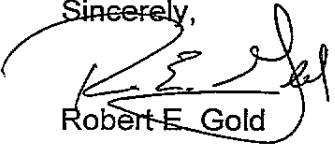
and

THE SHOP STRATEGIST, INC. P95000057177

Thank you for your assistance in this matter.

Sincerely,

Robert E. Gold



98 JUL -6 AM 9:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

Dee 7/15

ARTICLES OF DISSOLUTION

FILED
98 JUL -6 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: 24 CARAT MARKETING GROUP, INC.

SECOND: The date dissolution was authorized: 31 December 1997

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.

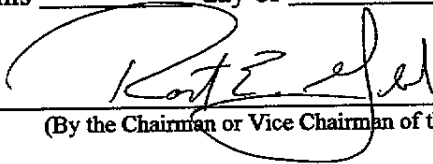
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

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

(voting group)

Signed this 30th day of June, 19 98

Signature



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

Robert E. Gold

(Typed or printed name)

President

(Title)