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October 27, 1998

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

800002678618--8
-11/03/98--01021--006
*****35.00 *****35.00

Re: Deuce, Inc.
Articles of Dissolution

Dear Sirs:

Enclosed please find the following relating to the Articles of Dissolution of Deuce, Inc.:

- A) Original Articles of Dissolution;
- B) Copy of Waiver of Notice and Minutes of Special Meeting of Shareholders;
- C) Copy of Waiver of Notice and Minutes of Special Meeting of Board of Directors;
and (Both B+C Returned 11/5/98)
- D) Filing fee of \$35.00.

A copy of each of the above is also included and request that a stamped copy be returned.

If additional information is required, please contact our office at your convenience.

Very truly yours,

Ileana J. Delgado

ILEANA J. DELGADO
Paralegal

IJD/me
Enc.

*Ileana authorized to
return B+C listed
above.*

*Diss
11-6-98
DAS*

FILED
98 NOV -3 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF DEUCE, INC.**

FILED

98 NOV -3 AM 8:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the president and secretary of DEUCE, INC., in accordance with the requirements of the Corporation Act of the State of Florida, and in order to obtain the dissolution of said corporation, as provided by said Law,

DO HEREBY CERTIFY AS FOLLOWS:

The principal office of DEUCE, INC., in the State of Florida is 1632 N.W. 1st Court, Homestead, Florida 33034, City of Miami, in the County of Miami-Dade, and the agent in charge thereof, upon whom process against this corporation may be served at said address is Arthur Melvin.

The dissolution of said DEUCE, INC., has been duly authorized in accordance with the provisions of Section 607.1403, Florida Statutes.

The filing date of the articles of incorporation was May 6, 1996, and the date dissolution was authorized is October 14, 1998.

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

All the debts, obligations and liabilities of the corporation have been paid or discharged.

The remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

There are no actions pending against the corporation in any Court.

On October 14, 1998, the Corporation elected to dissolve by action of the Corporation, and said resolution was adopted by the shareholders on October 14, 1998.


ARTHUR MELVIN
President/Secretary/Director

STATE OF FLORIDA)
 SS:
COUNTY OF MIAMI-DADE)

BEFORE ME on this 23 day of October 1998, personally came before me, a Notary Public authorized to take acknowledgements, appeared ARTHUR MELVIN, President of DEUCE, INC., a Florida corporation, the corporation described in the foregoing Articles, known to me personally to be such, and he, the said Arthur Melvin, as such president duly executed such Articles before me and acknowledged the said Articles to be his act and deed and the act and deed of said corporation, that the signatures of the said president and of the secretary of said corporation to said foregoing Articles are in the handwriting of the said president of said corporation and the secretary of said corporation respectively and that the seal affixed to said Articles is the common, or corporate, seal of said corporation; the attached consent of stockholders has been signed, in person, by all of the stockholders of the corporation entitled to vote.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.


Notary Public, State of Florida

