P9700006533/

ATTORNEYS AT LAW 2601 SOUTH BAYSHORE DRIVE SUITE 600

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THE ESPERSON BUILDING 815 WALKER, SUITE 850 HOUSTON, TEXAS 77002 TELEPHONE (713) 237-0488 TELEFAX (713) 236-8114

February 19, 1998

REPLY TO: ... _ ...

Miami

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

200002436452--1 -02/20/98--01072--013 --- ****122 50 ****122 50

Re:

Stitches and More, Inc. Doc. No. P97000065331 Our File No. 97-1338

Dear Sir or Madam:

Enclosed is an original and one copy of Articles of Dissolution of Stitches and More, Inc., a Florida corporation. Also enclosed is a check made payable to the Department of State in the amount of \$122.50 for payment of the filing and certified copy fees.

Please file the Articles as per the regular procedures and return the copy, certified, in the self-addressed stamped envelope provided herewith for your convenience.

Your cooperation in this matter is greatly appreciated.

Sincerely,

Judy Wikel Baxter

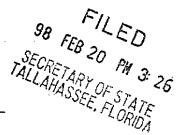
Legal Assistant

TILL FEB 2 3 1990'

/jwb Enclosures

ARTICLES OF DISSOLUTION OF

STITCHES AND MORE, INC. PURSUANT TO \$607.1403 OF THE FLORIDA BUSINESS CORPORATION ACT



Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

- 1. The name of the corporation is STITCHES AND MORE, INC. ("Corporation").
- 2. The Corporation's Certificate of Incorporation was issued on July 29, 1997.
- 3. The names of the officers of the corporation are as follows:

Name

Office

Gregory Squire

President

Sherman Squire

Vice President

Paul Itzkovits

Vice President

Lynwood Hippert

Vice President

Lila Hippert

Secretary/Treasurer

4. The names of the directors of the Corporation are as follows:

Gregory Squire

Sherman Squire

Paul Itzkovits

Lynwood Hippert

Lila Hippert

5. All liabilities and obligations of the Corporation have been paid or discharged or adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.

- 6. All the property and assets of the Corporation remaining after the payment of all debts, obligations, and liabilities of the Corporation, have been distributed among its shareholders in accordance with their respective rights and interest.
- 7. There are no actions pending against the Corporation in any court.
- 8. The Corporation elected to dissolve by consent of the majority shareholders on December 31, 1997, and the number of votes cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned Vice President of the Corporation has executed these Articles of Dissolution this <u>31st</u> day of <u>December</u>, 1997.

STITCHES AND MORE, INC.

By:

Sherman Squire, Vice President