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Requester's Name

*Law Offices
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North Miami Beach, Florida 33162*

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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00 APR 10 AM 11:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R. A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Voldis

V. SHEPARD APR 18 2000

Examiner's Initials

ARTICLES OF DISSOLUTION

FILED
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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: KALANCHIS, INC.

SECOND: The date dissolution was authorized: JANUARY 4, 2000

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.

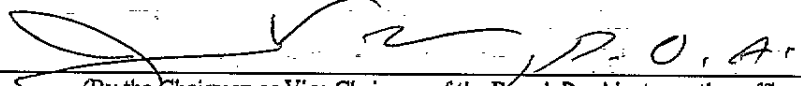
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

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

_____ (voting group)

Signed this 4 day of JANUARY, 2000

Signature


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

JAMES V. ALBO, Power of Attorney

(Typed or printed name)

Power of Attorney/attached

(Title)

POWER OF ATTORNEY

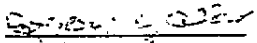
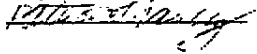
KNOW ALL MEN BY THESE PRESENTS: ALBERTO MASLIAH, President of KALANCHIS, INC. have made, constituted and appointed, and by these presents does make, constitute and appoint, JAMES V. ALBO to sign the tax returns*for KALANCHIS, INC. and to be his/her lawful attorney for him and in his/her name, place, to resolve all issues concerning power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully, to all intents and purposes, as he/her might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that his/her said attorney or his/her substitute shall lawfully do or cause to be done by virtue hereof. *Including but not limited to any corporate matters.

This power of attorney shall not be affected by any disability on part of the grantor except as provided by the Statutes of Florida. The power conferred on my attorney-in-fact by this instrument shall be exercisable from April 28, 1999 notwithstanding a later disability or incapacity on my part, unless otherwise provided by the Statutes of Florida.

IN WITNESS WHEREOF, he has hereunto set his/her hand and seal this 28th day of April, in the year 1999.

Witnesses:


ALBERTO MASLIAH, President
Kalanchis, INC.

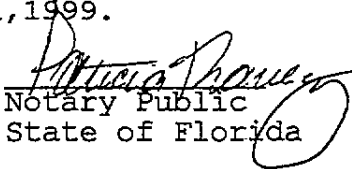



STATE OF FLORIDA:

COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to man, to me personally known or having shown take acknowledgments, personally appearance ALBERTO MASLIAH, as President of Kalanchis, Inc., as identification, to be the person described in and who executed the foregoing instrument and he acknowledged before me that he/she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 28th day of April, 1999.


Notary Public
State of Florida

My Commission Expires:



Patricia Ramirez
MY COMMISSION # CC803454 EXPIRES
January 20, 2003
BONDED THRU TROY FAIR INSURANCE, INC.