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SECRETARY OF STALL

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SHUMAKER, LOOP & KENDRICK, LLP

NORTH COURTHOUSE SQUARE 1000 JACKSON TOLEDO, OHIO 43624-1573 TELEPHONE (419) 241-9000 FAX (419) 241-6894

OTHER OFFICE LOCATIONS: CHARLOTTE COLUMBUS TAMPA

February 5, 2003

VIA FEDERAL EXPRESS

Florida Department of State 409 East Gaines Street Tallahassie, FL 32399

AMY B, CESAR

(419) 321-1256

acesar@slk-law.com

Re:

Dissolution of ABSA Investment Co.

and ABSA LLC

Our File No. L85820/44304

Dear Sir or Madam:

Enclosed are Articles of Dissolution for ABSA Investment Co. and ABSA LLC. Please file the Articles and return a certified copy to me in the enclosed self-addressed envelope. I have enclosed a check in the amount of \$43.75 which includes the \$35.00 filing fee and \$8.75 certified copy fee for ABSA Investment Co. and a check in the amount of \$33.75 as the \$25.00 filing fee and \$8.75 certified copy fee for ABSA LLC.

Please feel free to contact me with any questions.

Very truly yours,

Amy B. Cesar

Legal Assistant to John W. Hilbert, II

ABC/vle Enclosures

cc: John W. Hilbert, II, Esq.

ARTICLES OF DISSOLUTION OF ABSA INVESTMENT CO.

Pursuant to the provisions of Section 607.1403, Florida Statutes, ABSA Investment Co., a Florida corporation, adopts the following Articles of Dissolution for the purpose of dissolving:

FIRST:

The name of the corporation is ABSA Investment Co.

SECOND:

Dissolution was authorized by written consent of the Board of Directors of ABSA Investment Co. on the 28th day of January, 2003, and by written consent of the shareholders of ABSA Investment Co. on the 28th day of January, 2003,

THIRD:

Dissolution was approved by the written consent of the shareholders of ABSA Investment Co. The number of votes cast for dissolution was sufficient for approval. No voting by classes is required, and the foregoing is sufficient for approval of dissolution.

FOURTH:

The effective date and time of these Articles of Dissolution shall be the date and time filed with the Florida Secretary of State in accordance with Florida Statutes Chapter 607.

Signed this 28th day of January, 2003.

ABSA INVESTMENT CO.

Abe Leiderman, President