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April 3, 2000

*****35.00 *****35.00

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

Member Florida and New York Bars

Jonathan J. Lichtman

Re:

SERRANO ENTERPRISES, INC.

a Florida Corporation

Dear Sir or Madam:

Enclosed please find Articles of Dissolution for the above-referenced corporation, together with this firm's check in the amount of \$35 representing the filing fee. If the enclosed meets with your approval, please file it with the Division of Corporations.

If you have any questions regarding the enclosed document, please do not hesitate to contact the undersigned.

Yours very truly,

Charlotte Beumer

Corporate Paralegal

JJL/cb Encl.

FILED

ARTICLES OF DISSOLUTION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, Florida Statutes, ANDREA C. EHRARD, as President, and on behalf of SERRANO ENTERPRISES, INC., a Florida corporation (the "Corporation"), hereby approves and adopts these Articles of Dissolution for the purpose of dissolving the Corporation:

- 1. The name of the Corporation is SERRANO ENTERPRISES, INC.
- 2. The dissolution of the Corporation was authorized on March 23, 2000.
- 3. The dissolution of the Corporation was authorized and directed by the Written Consent of the holder of a majority of the issued and outstanding shares of the Corporation, which number of shares is sufficient for approval.

SERRANO ENTERPRISES, INC., a Florida

Corporation

Date: March 23, 2000

ANDREA C. ERHARD, President