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March 4, 2002

FILED
02 MAR -7 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
P.O. Box 6327
Tallahassee, Florida 32301

Dear Clerk:

Re: COMPANION WORLD, INC.

Enclosed is a check, in the amount of \$35.00, and a copy of the Articles of Dissolution of COMPANION WORLD, INC., for filing.

Very truly yours,


RICHARD V.S. ROOSA

100005064341--9
-03/07/02--01051--020
*****35.00 *****35.00

RVSR/m

Enc.

C: Mr. and Mrs. Steven P. Felice

PS 3/11/02

ARTICLES OF DISSOLUTION

FILED

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Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of the corporation is: COMPANION WORLD, INC.

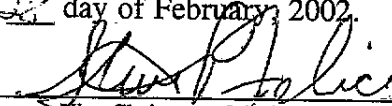
SECOND: The date dissolution was authorized: February 1, 2002.

THIRD: Adoption of Dissolution was approved by the shareholders on December 28, 2001. The number of votes cast for dissolution was sufficient for approval.

FOURTH: Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.

FIFTH: 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 interests.

Signed this 28th day of February, 2002.

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

Steven P. Felice
(Typed or printed name)

President
(Title)