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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 07210000000000000000
REFERENCE : 915685 4301388
AUTHORIZATION : *Patricia Piggett*
COST LIMIT : \$ 35.00

ORDER DATE : December 01, 2000
ORDER TIME : 10:31 AM
ORDER NO. : 915685-005
CUSTOMER NO: 4301388
CUSTOMER: Seth Frank, Esq
Leboeuf Lamb Greene & Macrae
125 West 55th Street
New York, NY 10019-5389

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DIVISION OF CORPORATIONS
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TO ADOPT RESOLUTIONS
SUFFICIENCY OF FILING

DOMESTIC FILINGS

NAME: PASKILL CORPORATION

XX ARTICLES OF DISSOLUTION

300003483153--4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

U. COULLIETTE DEC 0 1 2000

CONTACT PERSON: Sandra Mathis - EXT# 1165

EXAMINER'S INITIALS: _____

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is:

PASKILL CORPORATION

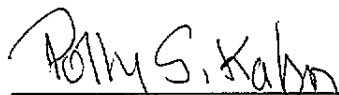
SECOND: The date dissolution was authorized: November 15, 2000

THIRD: Adoption of Dissolution:

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 15th day of November, 2000.

Signature



Polly S. Kahn
Chairwoman of the Board

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