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June 1, 2002

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PETER R. WALLACE
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Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Dissolution of Wallace International, Inc.

To Whom It May Concern:

I have enclosed for filing the original Articles of Dissolution of Wallace International, Inc.

I have also enclosed a check payable to the Florida Department of State in the amount of \$52.50 as payment for (1) the filing fee, (2) a certified copy of the Articles of Dissolution, as filed, and (3) a Certificate of Status.

I appreciate your assistance. Please call me with any questions you may have.

Sincerely,

Peter R. Wallace
Peter R. Wallace

FILED
02 JUN -6 PM 1:22
CLERK OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

09/01/02

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PS 6/11/02

FILED

**ARTICLES OF DISSOLUTION
OF WALLACE INTERNATIONAL, INC.,**

02 JUN -6 PM 1:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, Florida Statutes (2001), Wallace International, Inc., a Florida profit corporation, submits the following Articles of Dissolution:

FIRST: The name of the corporation is Wallace International, Inc.

EFFECTIVE DATE

09/01/02

SECOND: The Board of Directors of Wallace International, Inc., adopted a resolution on December 27, 2001, proposing and recommending dissolution of the corporation to the shareholders.

THIRD: The shareholders approved dissolution on December 28, 2001, pursuant to Section 607.0704, Florida Statutes (2001), when the shareholders delivered written consents casting the number of votes sufficient for approval to the corporation.

FOURTH: In accordance with the provisions of Section 607.0123, Florida Statutes (2001), the dissolution shall occur on the delayed effective date of September 1, 2002.

SIGNED this 30th day of May, 2002.

BY:



**THOMAS R. WALLACE
CHAIRMAN OF THE BOARD AND PRESIDENT
WALLACE INTERNATIONAL, INC.**