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600 S. Magnolia Avenue
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December 1, 1998

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

Attn: Filing Department

Re: Lala Produce, Inc., a Florida corporation
Voluntary Dissolution

400002705134--1
-12/07/98--01153--003
*****35.00 *****35.00

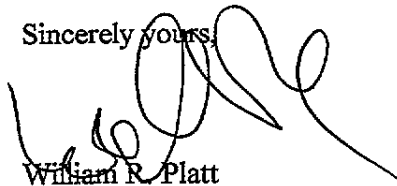
Dear Sir or Madam:

Enclosed for filing are the original and one copy of Articles of Dissolution of Lala Produce, Inc., a Florida corporation. Also enclosed is our check in the amount of \$35.00 in payment of the filing fee.

Please return the copy of the Articles of Dissolution, marked "filed", to our office in the self-addressed, stamped envelope provided.

Your attention to this matter is appreciated.

Sincerely yours,


William R. Platt

WRP:m1c
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enclosures

FILED
98 DEC -7 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Diss.
12-11-98
CC

ARTICLES OF VOLUNTARY DISSOLUTION
OF
LALA PRODUCE, INC.,
a Florida corporation

We, the undersigned officers and Shareholders of Lala Produce, Inc., a Florida corporation, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Dissolution for the purpose of voluntarily dissolving a for profit corporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation being dissolved is LALA PRODUCE, INC.

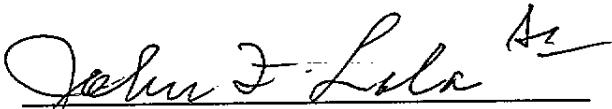
ARTICLE II

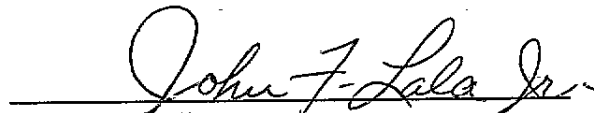
Dissolution was authorized by written action of the Shareholders on October 7, 1998.

ARTICLE III


Dissolution was approved by vote of the Shareholders that was sufficient for approval.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Voluntary Dissolution on this 30th day of October, 1998, for the uses and purposes herein stated.


John F. Lala, Sr.,
Shareholder, Director


John F. Lala, Jr.,
Shareholder


Patricia Pupello,
Shareholder


Mary T. Lala
Director, Secretary and Treasurer

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SECRETARY
TALLAHASSEE
FLORIDA