

409329

ADDRESS TO SEND CORP. DISSOLUTION

SECRETARY OF STATE
DIV. OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

DISSOLUTION FEE: \$35.00

gar. colony DIST.
PO BOX 3844
Coconut, FL 32924-3844

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-12/17/01--01075--016
*****35.00 *****35.00

FILED
01 DEC 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

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ARTICLES OF DISSOLUTION
OF
ROO INTERNATIONAL, INC.

FILED
01 DEC 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida General Corporation Act. The Undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation.

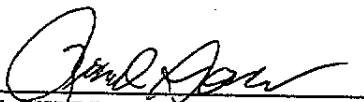
- 1 The name of the Corporation is ROO INTERNATIONAL, INC.
- 2 The names and addresses of its officers are:

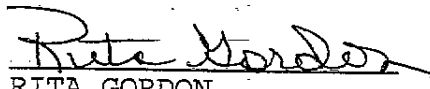
RICHARD GORDON	RITA GORDON
P.O. BOX 3844	P.O. BOX 3844
COCOA, FL 32924-3844	COCOA, FL 32924-3844
- 3 The names and addresses of its directors are:

RICHARD GORDON	RITA GORDON
P.O. BOX 3844	P.O. BOX 3844
COCOA, FL 32924-3844	COCOA, FL 32924-3844
- 4 All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.
- 5 All remaining property and assets of the corporation have been distributed to the shareholders in accordance with their respective rights and interests.
- 6 There are no actions pending against the corporation in any court.

A statement of Intent to Dissolve the Corporation is attached.

DATED this 30 day of Sept 2001.


RICHARD GORDON
President


RITA GORDON
Secretary/Treasurer

STATE OF FLORIDA:
COUNTY OF BREVARD

BEFORE ME the undersigned authority, personally appeared RICHARD GORDON AND RITA GORDON officers of ROO INTERNATIONAL, INC. and being duly sworn deposes and says that they have read the foregoing Articles of Dissolution and that the matters and facts contained therein are true and correct.

SWORN AND SUBSCRIBED before me this 30 day of Sept, 2001.

My Commission Expires: 1/2/2003

Bonnie Redden
Notary Public,
State of Florida

NOTARY PUBLIC - STATE OF FLORIDA
BONNIE REDDEN
COMMISSION # CC704647
EXPIRES 1/2/2003
BONDED THRU A&A 1-800-NOTARY1

STATEMENT OF INTENT TO DISSOLVE
ROO INTERNATIONAL, INC.
WRITTEN CONSENT OF ALL SHAREHOLDERS

TO: THE SECRETARY OF STATE, THE STATE OF FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the Shareholders of this corporation Submits the following statement of intent to dissolve the Corporation upon written consent of all its Shareholders.

1. The name of the corporation is ROO INTERNATIONAL, INC.
2. The names and addresses of its officers are:

RICHARD GORDON	RITA GORDON
P.O. BOX 3844	P.O. BOX 3844
COCOA, FL 32924-3844	COCOA, FL 32924-3844

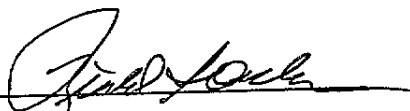
The names and addresses of its directors are:

RICHARD GORDON	RITA GORDON
P.O. BOX 3844	P.O. BOX 3844
COCOA, FL 32924-3844	COCOA, FL 32924-3844

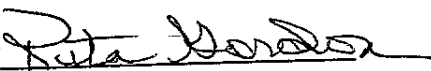
CONSENT TO DISSOLVE
ROO INTERNATIONAL, INC.

We the undersigned, being all the shareholders in ROO INTERNATIONAL, INC. hereby approve and consent to the voluntary dissolution of said corporation and consent to the authorization of the directors and officers of ROO INTERNATIONAL, INC. as of 9/30/01 to liquidate and distribute the remaining assets of ROO INTERNATIONAL, INC. to the shareholders of said corporation, according to their rights and interests.

BY


RICHARD GORDON
President

BY


RITA GORDON
Secretary/Treasurer

STATE OF FLORIDA:
COUNTY OF BREVARD:

Before me, the undersigned authority, the above shareholders of
ROO INTERNATIONAL, INC. personally appeared before me being duly
sworn, deposes and say that he has read the foregoing instrument
and that the same was executed as their free will and voluntary
act and deed.

SWORN AND SUBSCRIBED before me this 30 day of Sept, 2001.

My Commission Expires: 1/2/2003

Bonnie Redden
Notary Public,
State of Florida

NOTARY PUBLIC - STATE OF FLORIDA
BONNIE REDDEN
COMMISSION # 00794647
EXPIRES 1/2/2003
BONDED THRU ASA 1-888-NOTARY1