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DISSOLUTION

HAYDEN-ROYAN, INC.

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From: Hazel A. Gianatiempo **Ext:** 3020
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Comments: Attached are the Articles of Dissolution for Hayden-Royan, Inc.

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HAYDEN-ROYAN, INC.

ARTICLES OF DISSOLUTION

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is HAYDEN-ROYAN, INC. (the "Corporation").

ARTICLE II - DATE DISSOLUTION AUTHORIZED

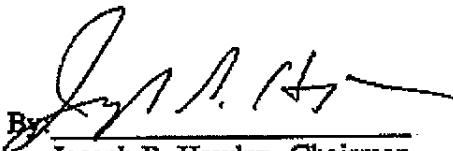
The dissolution was authorized on December 24, 1999.

ARTICLE III - SHAREHOLDER APPROVAL

The dissolution was approved by the unanimous written consent of the holders of all of the Corporation's shares in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act which is sufficient for approval of the dissolution of the Corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on December 24, 1999.

HAYDEN-ROYAN, INC.

By 
Joseph P. Hayden, Chairman

Prepared by:
Hazel A. Gianatiempo, Paralegal
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
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