03/29/2006 12:37 FAX Division of Corporations

図001/002 Page 1 of 1

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DISSOLUTION OR WITHDRAWAL

POTOSI, INC.

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Page Count	01
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3/29/2006

ARTICLES OF DISSOLUTION

OF

POTOSI, INC.

The undersigned, POTOSI, INC., desires to dissolve its corporate status pursuant to Sect in 607.1403 of the Florida Business Corporation Act, and hereby states as follows:

ARTICLES I - NAME OF CORPORATION

The name of the corporation is POTOSI, INC. hereinafter referred to as the "Corporation."

ARTICLE II - DATE OF AUTHORIZATION

These Articles of Dissolution were adopted by minutes of a joint meeting of the directors and he holders of all of the issued and outstanding shares of common stock of the Corporation, executed on the <u>Royk</u> day of March, 2006, which constituted a sufficient vote for approval by the inarcholders and directors.

IN WITNESS WHEREOF, the undersigned duly authorized officer of POTOSI, INC., has aused these Articles of Dissolution to be executed on its behalf on this <u>20-K</u> day of Marc 1, 2006.

POTOSI, INC.

By:

Rafael Alvarez

Title: President

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SECRETARY OF STATE DIVISION OF CORPORATIONS