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May 16, 1997

VIA FEDERAL EXPRESS

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*****87.50 *****87.50

Secretary of State
Division of Corporation
409 East Gaines
Tallahassee, Florida 32399

APPROVED
AND
FILED
97 MAY 23 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: MILAM INVESTMENTS, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Dissolution for the above corporation, along with our trust account check in the sum of \$87.50 representing the filing fee and the fee to have a certified copy returned to this office.

If you should have any questions, please contact the undersigned.

Very truly yours,

Josi Vera

Josi Vera
Legal Assistant to
SANFORD N. REINHARD
Enclosures

598144
HPYS
5-23-97
Q. and copy
FT 11/55

ARTICLES OF DISSOLUTION

MILAM INVESTMENTS, INC., a Florida corporation, executes the following articles of dissolution pursuant to Section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is MILAM INVESTMENTS, INC., (the "company").

SECOND: The shareholders of the company approved the dissolution of the company on February 28, 1997.

THIRD: The number of votes cast by the shareholders of the company for dissolution was sufficient for approval of that action.



MILAM INVESTMENTS, INC.

By: Max Chodak
Max Chodak, President

STATE OF CALIFORNIA)
: ss.
COUNTY OF Riverside

APPROVED
FILED
MAY 28 1997
TALAMON
SECRETARY

The foregoing instrument was acknowledged before me this 13 day of MAY, 1997 by Max Chodak, President of MILAM INVESTMENTS, INC., a Florida corporation. He is personally known to me or has produced ALBERTA DRIVERS LICENSE as identification.

Jayne Bavett
Print Name: JAYNE BAVETT
NOTARY PUBLIC, STATE OF CALIFORNIA

My Commission Expires: MARCH 23, 2001

RESOLVED, that all actions taken on behalf of this corporation by the officers and director in connection with the foregoing determination to liquidate and dissolve the corporation, the sale and distribution of its assets be and the same are hereby ratified and confirmed in all respects.

DATED: February 28, 1997

MILAM INVESTMENTS, LTD.

By: Maq Chudak

Directors:

Maq Chudak

SECRETARY
TALMISSEE FILE

97 FEB 28 11:19:32

APPROVED
AND
FILED

WRITTEN CONSENT OF THE STOCKHOLDER(S)
AND DIRECTORS IN LIEU OF SPECIAL MEETING(S)
OF THE STOCKHOLDERS AND BOARD OF DIRECTORS PURSUANT TO
SECTIONS 607.0704 AND 607.1402

MILAM INVESTMENTS, INC.

At a meeting to liquidate and dissolve:

The undersigned, being all of the stockholder(s) of the above-named corporation, hereby takes the following action by written consent in lieu of a special meeting of the Board of Directors and the Stockholder(s).

RESOLVED that the corporation be liquidated in accordance with the provisions of Section 331 of the Internal Revenue Code, as amended, and further

RESOLVED that in accordance with such plan of liquidation, the officer(s) and director(s) of the corporation be and they are hereby authorized and directed:

1. To file Form 966 as required with the District Director Internal Revenue Service at Atlanta, Georgia, together with a copy of this consent.
2. Transfer all of the remaining assets to the stockholder of the corporation.
3. Distribute all the remaining assets in satisfaction and cancellation of all the outstanding stock of the Corporation.
4. File a Certificate of Dissolution with the Secretary of State in Tallahassee, Florida.
5. File all other forms and documents required by the State of Florida and the United States, including all requisite tax returns, as soon as possible, after the distribution of the corporate assets.
6. Provide for the payment of any known or ascertainable indebtedness or liabilities owed by the corporation to any creditors or lienors, and further

SECRETARY
TALLAHASSEE, FLORIDA

97 MAY 23 11:10 AM '97

APPROVED
AND
FILED