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Division of Corporations

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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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To: Division of Corporations  
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From: Account Name : FILINGS, INC.  
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Fax Number : (954) 641-4192

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DIVISION OF CORPORATIONS

DISSOLUTION  
SPECIAL EVENTS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

Voluntarily Dissolved

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF DISSOLUTION PURSUANT TO  
§ 607.1403 OF THE FLORIDA GENERAL  
CORPORATION ACT OF  
SPECIAL EVENTS, INC.

To: Department of State  
Tallahassee, Florida 32304

Pursuant to the provisions of 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.

FIRST: That the name of the corporation is SPECIAL EVENTS, INC.

SECOND: That dissolution was authorized during a special meeting of shareholders held on December 27, 2001.

THIRD: That the dissolution of the corporation was approved by unanimous written consent of all shareholders. A copy of such written consent is attached to these articles.

Dated: December 27, 2001.

SPECIAL EVENTS, INC.

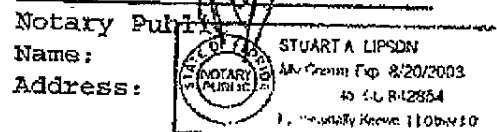
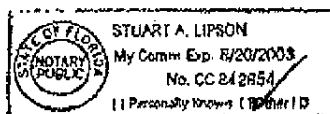
By: Carole K. Taran  
CAROLE K. TARAN, President

STATE OF FLORIDA §  
COUNTY OF MIAMI-DADE §

CAROLE K. TARAN being duly sworn, deposes and says that she is PRESIDENT of SPECIAL EVENTS, INC., the corporation mentioned and described in the foregoing instrument; that he has read and signed the same and that the statements contained therein are true.

Carole K. Taran  
CAROLE K. TARAN

The foregoing instrument was acknowledged before me this 27 day of December, 2001, by CAROLE K. TARAN, who is personally known to me or has produced FLD as identification and who did take an oath.



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SHAREHOLDER WRITTEN CONSENT TO DISSOLUTION OF  
SPECIAL EVENTS, INC.

UNANIMOUS WRITTEN CONSENT WITHOUT MEETING

WHEREAS, at a special meeting of the Board of Directors of SPECIAL EVENTS, INC., duly held at 16900 N.E. 19<sup>th</sup> Avenue, N. Miami Beach, Florida, on the 27th day of December, 2001, the Board of Directors of this corporation duly adopted resolutions recommending the dissolution pursuant to the terms and conditions set forth in the Director's Resolution of 27th day of December, 2001,; and

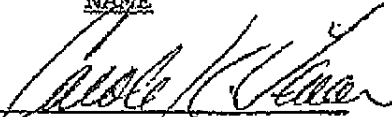
WHEREAS, since the corporation is insolvent, due to extensive outstanding debts and obligations and the questionable prospect of collecting sufficient receivables to generate cash to pay off liabilities as they come due; The corporation has no prospects of raising enough capital to pay off this liability. It is agreed that it is in the best interest of the corporation, and third parties to dissolve the corporation;

NOW, THEREFORE, each of the undersigned shareholders of said corporation, each holding of record at the close of business on the 27th day of December, 2001, the number of shares entitled to vote herein below set opposite his or her signature, consisting, in the aggregate, of shareholders entitled to exercise 100% of the voting power of said corporation on the aforesaid slate of record, does hereby approve and consent to the principal terms and conditions of the aforesaid;

The undersigned do further hereby authorize, and direct that:

1. The President of this corporation execute Articles of Dissolution;
2. That the President may take whatever steps are necessary or appropriate to carry out the intent of this resolution.

IN WITNESS WHEREOF, each of the undersigned has hereunto signed his name and set opposite thereto the date of signing and the number of shares entitled to vote held by such person of record at the close of business day December, 2001.

<u>NAME</u>	<u>DATE OF SIGNING</u>	<u>NUMBER OF SHARES</u>
 CAROLE K. TARAN	<u>12/27</u> , 2001	100

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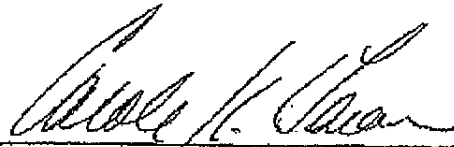
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SPECIAL EVENTS, INC.  
AFFIDAVIT FOR DISSOLUTION

STATE OF FLORIDA           )  
COUNTY OF MIAMI-DADE    )

Please be advised that the dissolution of SPECIAL EVENTS, INC., will not be revoked by any member of the board of directors, and that the name SPECIAL EVENTS, INC., is immediately available for use by any other corporation.



CAROLE K. TARAN, PRES.

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of December, 2001 by CAROLE K. TARAN who is personally know to me or who has produced a Fl. Driver's license as identification and who did take an oath.



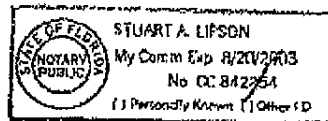
Notary Public, State of Florida

NAME:

ADDRESS:

Commission No.:

My Commission Expires:



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