



THE UNITED STATES
CORPORATION
COMPANY

A98000001402

ACCOUNT NO. : 072100000032

REFERENCE : 528613 4336650

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$75.00

ORDER DATE : December 23, 1999

ORDER TIME : 10:15 AM

ORDER NO. : 528613-005

CUSTOMER NO: 4336650

300003079943--8

CUSTOMER: Ms. Michelle E. Smith
Baker & McKenzie
19th Floor
1200 Brickell Avenue
Miami, FL 33131

DOMESTIC FILINGS

NAME: SCION HOLDING, LTD.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

99 DEC 27 AM 9:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
99 DEC 27 AM 9:18
DIVISION OF CORPORATIONS
STATE SECRETARY

CERTIFICATE OF CANCELLATION

FOR

SCION HOLDING, LTD.

Pursuant to the provisions of section 620.113, Florida Statutes, Scion Holding, Ltd., a Florida limited partnership (the "Limited Partnership"), whose certificate was filed with the Florida Department of State on June 5, 1998, hereby submits this certificate of cancellation.

FIRST: Reason for cancellation:

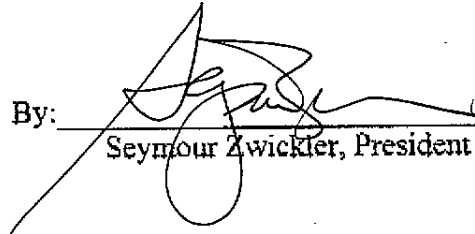
The Limited Partnership has been dissolved and the winding up process has been completed.

SECOND: This certificate of cancellation shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures of all general partners:

GENERAL PARTNER:

SZGP, INC., a Florida corporation

By: 
Seymour Zwickler, President

Dated: December 18th, 1999

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