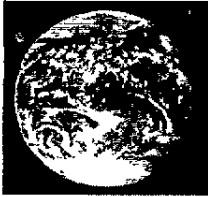


F 96 000006708



Heuristics Business Help, Inc.

World Class Business, Technical, & Web Writing

20423 State Rd. 7, Suite 453, Boca Raton, FL 33498

phone (561) 477-7090 fax (561) 487-2765

www.crystalwebs.com www.gate.net/~wwwwrtr e-mail wwwwrtr@gate.net

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32414

August 10, 1998

Dear Sir or Madam:

I recently got a notice from your office that I had failed to pay fees for Heuristics, Inc., filed with your office on December 23, 1996 and assigned document number F96000006708.

This is to inform you that this corporation was dissolved on the last day of 1997 and is no longer in existence. Please remove it from your records.

Our current corporation is Heuristics Business Help, Inc. a Delaware Corporation (Registered Agent: Corp. America), Fed. Tax Status: S Corp., Fed. Tax ID: 65-0754524. It is doing business in Florida and, to the best of my knowledge, is duly registered with you as a foreign corporation. The mailing address is on the letterhead above and the current address of the principal stockholders is 12432 Antille Drive, Boca Raton, Florida 33428-4803.

Please let me know if this information does not agree with your records or you have any questions.

Sincerely,

Jeffrey R. Orenstein
President

Heuristics Business Help, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 17, 1998

JEFFREY R. ORENSTEIN
HEURISTICS BUSINESS HELP, INC.
20423 STATE ROAD 7, SUITE 453
BOCA RATON, FL 33498

SUBJECT: HEURISTICS, INC.
Ref. Number: F96000006708

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

A foreign corporation authorized to transact business or conduct its affairs in Florida may withdraw its authority by completing the enclosed withdrawal application and submitting the appropriate fee.

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 898A00042515

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

HEURISTICS, INC.

(Name of Corporation)

OHIO

(Incorporated Under Laws Of)

FILED
98 SEP - 8 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

12432 ANTILLE DRIVE

(Mailing Address)

BOCA RATON, FL 33428

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Jeffrey R. Orenstein

Signature

President/Chairman

Title

JEFFREY R. ORENSTEIN

Typed or printed name

Sept. 4/1998

Date