

G 57778

July 6, 1999

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The Division of Corporations
Amendment Section
PO Box 6327
Tallahassee, FL 32314

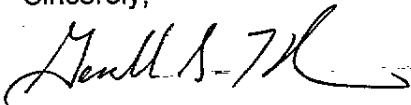
To Whom It May Concern:

This letter is to inform your office that Gerry K. Software, # 59-2412449, is hereby dissolved. Please process the enclosed form and accept the check for \$35.00 as the filing fee.

If you have any questions, please contact me as soon as possible at (212) 223-2939, as I will be relocating outside of the United States towards the 15th of August and it will no longer be easy to reach me after that.

Thanks for your attention to this matter.

Sincerely,



Gerald S. Kaplan
President

301 East 47th Street, Apt. 12-H
New York, NY 10017
(212) 223-2939

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: GERRY K. SOFTWARE, Inc.
59-2412449

SECOND: The date dissolution was authorized: 7/1/99

THIRD: Adoption of Dissolution (CHECK ONE)

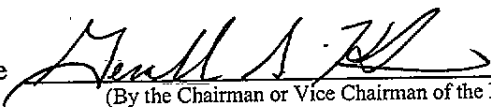
- Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this _____ day of _____, 19 _____

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

GERALD S. KAPLAN
(Typed or printed name)

CEO, PRESIDENT
(Title)

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA