

328 MINORCA AVENUE CORAL GABLES, FLORIDA 33134 TELEPHONE (305) 529-1910 TELECOPIER (305) 529-2877

June 10, 1999

400002906104--7 -06/16/99--01021--015 ****140.00 ******35.00

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Articles of Dissolution of Candessence IIInc., Candessence IV-Inc., Candessence VInc.,

Dear Sir/Madam:

Enclosed please find Articles of Dissolution for the above referenced corporations. Rease file and return a copy to our office. We enclose a check in the sum of \$140.007335.00 per corporation) for the filing of the Articles of Dissolution. A self-addressed, stamped envelope has been provided for convenience in returning the filed Articles of Dissolution.

Thank you for your prompt attention to the above-referenced.

Very truly yours,

FORREST SYGMAN

FS\mc Enclosure

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ARTICLES OF DISSOLUTION

Pursuant to 607.401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution: FIRST: The name of the corporation is: CANDLESSENCE II, INC. SECOND: The filing date of the articles of incorporation was: None of the corporation's shares have been issued. THIRD: The corporation has not commenced business. FOURTH: No debt of the corporation remains unpaid. FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. SIXTH: Adoption of Dissolution A majority of the incorporators authorized the dissolution A majority of the directors authorized the dissolution. Signed this day of May, 1999. Signature: (By the chairman or vice-chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.) (Typed or printed name)