G96405

Caratel, Inc.
1200 Smith Street, Suite 2355
Houston, Texas 77002
713-759-0790
Fax 713-759-0787

FILED

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TALLAHASSEE, FLORIDA

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December 7, 2000

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Dear Sir or Madam:

Please find attached the Articles of Dissolution for Caratel, Inc. (FEI 59-2414840). We would like this dissolution effective December 30, 2000.

If you have any questions, please do not hesitate to give me a call.

Sincerely,

Jacqueline M. Looney

Vice President

EFFECTIVE DATE

c: Terry M. Shaikh

Rustom B. Kanga

6/KS

ARTICLES OF DISSOLUTION

Pursuant to following a	section 607.1403, Florida Statutes, this Florida profit corporation submits the rticles of dissolution:
FIRST:	The name of the corporation is: <u>Caratel</u> Inc.
SECOND:	The date dissolution was authorized: December 7, 2000
THIRD:	Adoption of Dissolution (CHECK ONE) EFFECTIVE DATE 12-30-00
	solution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
7	Solution was approved by vote of the shareholders through voting groups. The following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
	number of votes cast for dissolution was sufficient for approval by Common Stock Holders (voting group) gned this 7th day of December , 2000.
Signature _	(By the Chairman or Vice Chairman of the Board, President, or other officer) Verry M. Shaikh (Typed or printed name) President (Title)