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Lynda Hartley-Urban,  
1344 S.E. Mac Arthur Blvd.,  
Stuart, Fl. 34996.

April 30th, 2001.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 MAY -2 AM 8:00

Florida Department of State,  
Division of Corporations,  
P.O. Box 6327,  
Tallahassee, Fl. 32314.

To Whom it May Concern.

Re: 311 Dissolution Profit Corporation

Enclosed please find the form that you require to close the Corporation of Smarter Image, Inc. Also enclosed is my personal check #1125 in the amount of \$43.75. This is for the filing fee of the articles of dissolution and for one certified copy thereof.

Please send the certified copy to me at the above address.

Thank you for you attention. If any further information is needed please contact me.

Sincerely,



Lynda Hartley-Urban,  
Phone: 561-225-0898.

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-05/03/01--01037--007  
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V. SHEPARD MAY 10 2001

ARTICLES OF DISSOLUTION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 MAY -2 AM 8:00

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

FIRST: The name of the corporation is: SMARTER IMAGE, INC.

SECOND: The date dissolution was authorized: MARCH 1ST. 2001.

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

all shareholders  
(voting group)

Signed this 30<sup>th</sup> day of APRIL, 2001.

Signature Lynda Hartley-Urban President  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

LYNDA HARTLEY-URBAN  
(Typed or printed name)

PRESIDENT  
(Title)