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EDGAR PRONER

Certified Public Accountant

4977 North State Road 7

Fort Lauderdale, Florida 33319

(954) 733-4562

July 27, 2000

Secretary of State
Corporate Records Division
Tallahassee, FL 32304

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*****35.00 *****35.00

Gentlemen:

Enclosed please find Articles of Dissolution of EDGAR PRONER, P.A., together with stockholder's consent to voluntary dissolution. I am also enclosing a check in the amount of \$35.00 for the filing fee.

Please send me a letter confirming the filing of the Articles of Dissolution. I am enclosing a return envelope.

Yours very truly,

Edgar Proner

EDGAR PRONER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION OF EDGAR PRONER, P.A.
UNDER FLORIDA STATUTES 607.267

- a) The name of the corporation is EDGAR PRONER, P.A.
- b) The sole officer is Edgar Proner. His address is 4977 North State Road 7, Fort Lauderdale, Florida 33319.
- c) The sole director is Edgar Proner. His address is 4977 North State Road 7, Fort Lauderdale, Florida 33319.
- d) All liabilities and obligations of the corporation have been paid or discharged.
- e) All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
- f) There are no actions pending against the corporation in any court.
- g) The corporation elects to dissolve by written consent of all shareholders, there being only one shareholder. The executed written consent is attached hereto and made a part of these Articles of Dissolution. Such written consent to dissolve has been signed by all shareholders of the corporation, there being only one.

IN WITNESS WHEREOF, the corporation executes these Articles of Dissolution by the President and Secretary.

Dated: July 27, 2000

Edgar Proner

EDGAR PRONER, PRESIDENT - SECRETARY

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing Articles of Dissolution were acknowledged before me this 27th day of July, 2000, by Edgar Proner, President and Secretary of Edgar Proner, P.A., on behalf of the corporation.

NOTARY PUBLIC



Brian Samberg
My Commission CC767588
Expires October 3 2002

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CONSENT OF SOLE STOCKHOLDER TO VOLUNTARY DISSOLUTION OF
CORPORATION

Edgar Proner, whose address is 4977 North State Road 7,
Fort Lauderdale, Florida 33319, being the sole shareholder
of EDGAR PRONER, P.A., hereby consents that EDGAR PRONER,
P.A. may be voluntarily dissolved.

Dated: July 27, 2000.

Edgar Proner

EDGAR PRONER, PRESIDENT

STATE OF FLORIDA)

COUNTY OF BROWARD)

The foregoing CONSENT OF SOLE SHAREHOLDER was acknowledged
before me this 27th day of July, 2000. by Edgar Proner,
President of Edgar Proner, P.A., a Florida corporation, on
behalf of the corporation.

NOTARY PUBLIC



Brian Samberg

My Commission CC767588

Expires October 3 2002